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DUNGEON®

ISSUE 130 · JANUARY 2006

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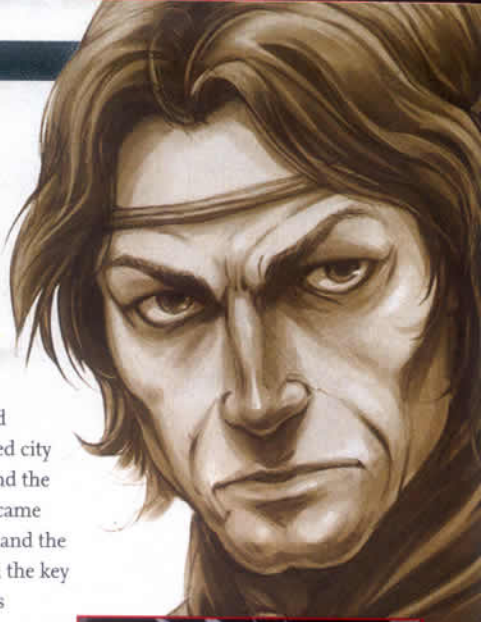

ON THE COVER

Mark Sasso reveals the true story behind the rarity of the abominable snowman.

"Its form was that of a worm-shapen column, huge as a dragon, its further coils still issuing from the gloom of the corridor; but it changed from moment to moment, swirling and spinning as if alive with the vortical energies of dark eons. Briefly it took the semblance of some demoniac giant with eyeless head and limbless body; and then, leaping and spreading like smoky fire, it swept forward into the chamber."

—Clark Ashton Smith
"The Charnel God"

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THE FIRST TIME'S THE CHARM

As popular and successful as D&D is today, it seemed absolutely pervasive in the early 1980s, a cultural icon akin to the *Pokémon* craze that swept the world a few years ago. Kids played D&D at recess, talked about D&D in class, drew pictures of their characters in notebooks, and traded magic items over the phone. Media opportunists and charlatan experts flooded television talk shows with tales of the game's "harmful" effects, which only fueled the phenomenon. D&D was on the move, and it was absolutely everywhere.

Most importantly, it came to Countryside Elementary School in Edina, Minnesota, where I was but a third-grade lad with images of wizards and knights bouncing around in his over-active imagination. I had a few boxed sets and books and had done my best with them, but I really had no idea how to play. Then, as now, the best way to learn D&D was to play with someone who already knew the rules, but at my school such experts were few and far between, and they certainly weren't third graders. Then, something wonderful happened. A high-school kid offered to host a "How to Play Dungeons & Dragons" after-school class.

I was the youngest of about a dozen kids in the class. Most of us owned a basic boxed set and dice, but beyond that it got a little hazy. Our friendly instructor and new Dungeon Master helped us roll up some characters (I played a lawful good fighter). The adventure was Jean Wells's classic "Palace of the Silver Princess," and I immediately fell in love with D&D all over again, this time for real.

As you might expect, the class had a few problems grasping the rules. Every week, some kid would come in with a monstrously powerful new magic item that his character had won while adventuring with some other DM, usually an older brother or cousin.

"Throndar stepped out of the Palace of the Silver Princess over the weekend," the shifty kid might say, "and I went on another adventure where I got this bazooka." To his credit, the DM put a stop to this nonsense, but only after Bazooka Boy had triggered a sort of arms race within the group. The other kids loved their Uzis and Captain America shields, but by third grade I already took the game more seriously than that, and their light-hearted approach got in the way of my fun.

A particularly galling moment came at a crucial encounter in the Palace, when the party faced off against a deadly giant rat. "I *magic missile* it!" exclaimed one youngster, a wide smile on his face. "I *magic missile* it IN THE BALLS!" The children exploded in laughter. Even the DM, a paragon of high school maturity, got caught up in the fun. "Ha ha ha," I thought to myself. "How juvenile. Let's just move on to the next encounter."

Soon enough, we met a feral albino ape chained to a wall. "I attack it with my battle axe!" a fifth-grader cried. "I attack it IN THE BALLS!" Next up was a band of kobolds barricaded in an abandoned library. BALLS, BALLS, BALLS. I was pretty sure there were no rules for that in the books, but it didn't seem to stop the class.

My chance to steer things back in the right direction arrived when the instructor broke us up into three small groups and let the students be the DMs. I immediately volunteered to run "The Assassin's Knot," an AD&D adventure that broke out of the dungeon mold to present a compelling murder mystery. That seemed more my style, but my players just couldn't get into it. Instead of reasoning with the NPCs, they decided to put them to the sword, ruining the adventure and frustrating me to no end. Finally, they met their match in the form of a hulking half-orc blacksmith loaded up with an 18 Strength and several levels of fighter. I tried to give them an out, but they wouldn't relent. Finally, one of them thought it would be a good idea to poke the blacksmith with a dagger. The moment of my revenge was at hand.

"The half-orc looks down at the tiny wound in his side and howls with anger, lifting his mighty hammer high above his head," I said. "Muscles rippling, he smashes his weapon down with crushing speed, hitting you square in the—"

Well, you can figure out the rest.

ERIK

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Tell us what you think of this issue.

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DUNGEON #127

SHARPEN YOUR STAKES!
HUNTING VAMPIRES IN WATERDEEP
DUNGEON
AGE OF WORMS
DEATH AND DOPPELGANGERS
PHILLIP LARWOOD ERIC L. BOYD JASON BULMAHN
MONTE COOK'S DUNGEONCRAFT • DOWNER • MT. ZOGON

Doppelgangers abound in *Dungeon* #127, starting with "The Hall of Harsh Reflections," the fourth installment of the Age of Worms Adventure Path. Author Jason Bulmahn ("Mad God's Key," *Secrets of Xen'drik*) brings the action to the Free City, metropolis of wizards and thieves in a pulse-pounding scenario that climaxes in a confrontation with a scheming mind flayer sorcerer.

Australian *Dungeon* Proposal Champion (three years running) Phillip Larwood's "The Hive" answered the age-old question: "What happens when you inject a dwarf with herbs, doppelganger blood, and formian poison?"

"Dungeon of the Crypt," a high-level Forgotten Realms adventure set below the city of Waterdeep, marked the second installment of the Vampires of Waterdeep Campaign Arc that started in *Dungeon* #126. Boyd's adventure details for the first time in print a locale explored by Ed Greenwood's own "Company of Crazed 'Venturers" back when the Realms was Ed's private campaign, and the result is a sight to see.

Back issues of *Dungeon* #127 and dozens of other great issues are available at paizo.com.

Prison Mail

Dungeon is for Players Too!

You're doing a fantastic job with *Dungeon*. The magazine has always been a worthwhile buy, but I can illustrate just how much of a value it is: I don't even read the adventures.

There are two other DMs in my game group, either of whom might want to use an adventure in *Dungeon*, so I only read adventures when I'm specifically on the hunt for one appropriate for my players. (Normally, I'd read them all for the fun of it.) Still, even though I can't immediately enjoy 85% of the magazine each month, I consider the money well spent.

I love reading Monte Cook's "Dungeoncraft" column, for instance, and the "Wet Your Whistle" article from *Dungeon* #128 is an outstanding example of useful content. (Reading that article on my commute today, and realizing that I *would* be using at least two or three of the illustrated taverns, in fact, is what inspired me to write this letter.) I've even grown to enjoy Downer, which, frankly, left me little but confused until recent installments. For the record, I also loved "Wil Save" and was sorry to see Wil Wheaton give it up. I hope he has a gaming renaissance and returns to your pages.

There are two specific things that would increase my enjoyment of *Dungeon* even more. (Not counting finding some way for me to read the adventures, then immediately forget the contents so they're not spoiled for me as a player.)

First, I absolutely love the character portraits that are provided for many of the NPCs in adventures. I'm wondering if there's any way that these could be collected online, as part of an ever-expanding portrait gallery. Even when I don't use an NPC as written in *Dungeon*, I can *always* find use for the portraits—for my own NPCs, or even for PCs. Having them available online would be very helpful.

Second, I'd love an index. There are some fantastic indexes for *Dungeon* available online, but none of them have two features I (and others, I'm sure) would find most useful: listings for "primary terrain" and listings for "primary adversary." It's obviously helpful for me to know from an index that an adventure is targeted toward 5th- to 7th-level characters, but it would be *at least* as useful to know that the adventure takes place in "coastal" terrain and features "mind flayers" as the primary villain.

Anyway, just a couple of ideas. Again, the magazine truly is the best buy in gaming (and I buy a *lot* of gaming!), so keep up the great work.

Jeff Wilder
Los Gatos, California

Thanks for the kind words, Jeff. When we "relaunched" Dungeon with the current format back in issue #114, I wanted to include more than just adventures so that the maga-

zine spoke to a larger audience. It's gratifying to see that (at least in your case) we've succeeded. Your suggestion for an index is a good one, although the task is monumental. We don't have the resources to pull something like that together right now, but as you suggest there are a few reliable fan-based efforts already online. We do hope to produce a complete DUNGEON *index some time in the relatively near future, but the work has not yet begun and I don't want to promise anything we haven't started yet. As for NPC portraits, while we do not have a gallery like you suggest, you can get easy-to-print NPC images from our online supplements, which generally appear on paizo.com shortly after the issues appear on newsstands. Check out the Resources section of paizo.com/dungeon for some examples.*

Age of Worms on Xbox?

I just started this new job, and between it and a 3-year-old, I am having little to no time to play. My job takes place from 2:30 PM to 11:00 PM, Monday through Friday, and at least three Saturdays a month. So even the weekends are filled. My only free time is about 7:30 AM to 9:00 AM, and my only escape is getting your magazine and reading it. I am playing video games to fill my need for killing orcs and saving the world.

I was wondering if there was anything in the works for you to sell the rights to the Adventure Paths to Atari or Bioware to become games? This may be the only real chance I get to experience these campaigns.

Also, I have noticed that many adventures have the heroes stumble upon a great evil and then try to stop it. Can you make an Adventure Path were evil has already won and the heroes have to make it right?

Brent Norton
Via Email

We're still in the brainstorming phase of planning for the next Adventure Path, and ideas like the one you suggest have come up more than once. Even we don't yet know what's in store just yet, though, so things could go in virtually any direction. For an excellent, atmospheric adventure in which evil might be said to have the upper hand, check out Richard Pett's "The Styes," in DUNGEON *#121. We're currently working with Richard on more adventures set in this creepy locale.*

We'd love to see our adventures turned into professionally released video games. As it is, all of our material is owned by Wizards of the Coast, so any licensing of our characters and storylines would need to go through them. At present, there are no plans for DUNGEON*-related video games, but I suppose anything is possible.*

Anyone Else Remember Waldorf?

I love you guys, I really do, but when I see a statblock like Artor Morlin's ["The Fireplace Level," *DUNGEON* #129], I try to comprehend the motive behind the design. Morlin is supposed to be one of the deadliest opponents in the Realms. Crossing him should be like crossing a hundred black cats and then going out to fight the tarrasque.

This wasn't it. The problems with the statblock are numerous and largely have to do with treating the guy as if he's never used his abilities before.

1) Morlin should have a higher Strength score. If he *didn't* put at least 3 raises into Strength (in which case he would never survive to this level with that many fighter levels), he should have a *belt of giant Strength +6*, but we'll assess the magic item issue in a separate point.

2) Morlin has been among Waterdhavians for over 200 years. He should have a virtually endless supply of minions, thugs, criminals, nobles, and swordsmen to throw at the PCs. What can't be dominated, money can buy. And this guy should be able to have as much money as he wants. Dominate save DC 27? How many minions is that?

3) This guy should be able to have as much money as he wants. His magic item list is severely delinquent for a guy who can dominate people to go out and get items for him, dominate mid-level wizards to make all kinds of things for him at lower prices than book value, and kill just about anything below CR 14 without a problem. Suggested add-ons include *belt of giant Strength +6* (raising his total Strength score to 30 with the belt), *gauntlets of Dexterity +6, boots of striding and springing* or *boots of speed* depending on how mean you feel, and eight vials of *oil of greater magic weapon +5*. Make the two-bladed sword *keen* on both blades, and add *nimble* to the mithral shirt. *Ring of protection +5*. (That's right, you heard me, *ring of protection +5*.) *Shirt of resistance +5, amulet of proof against detection and location* (or a *greenstone amulet* if you want to be a significant jerk to the party). Give him a *ring of fire and acid resistance*, and a *helm of vision*. Replace the *cloak of etherealness* with a *cloak of Charisma +6*. This guy should be a monstrosity. People should be *scared* of him if they actually have to fight him.

4) Feat selection and level choices: why not fighter 12/blackguard 4/master vampire 3? This is actually much nastier, and gives him more dice of sneak attack when he flanks with the "cute widdle phase spiders." On this point I would actually like to congratulate you—the addition of surprise flankers popping about the battlefield randomly with a guy who has sneak attack on the board makes me feel all warm and fuzzy. Featwise, the lack of Greater Weapon Specialization is a crime. If I were this guy, I would *much* rather have that than Whirlwind Attack. Improved Domination is actually not necessary. If he stands there and tries to dominate someone in combat, he'll be *roasted*. He might not even make it to round two! Keep in mind, by this point in the adventure, if the group wizard *doesn't* have *disintegrate* on his list, he's either dirt poor or the vampire dies. Give him Improved Toughness instead, and let him have 19 more hit points, or maybe Oversize Two-Weapon Fighting to cut the penalties for the two-weapon fighting down a bit.

I was actually really concerned because any named NPC in the Realms should essentially be as tough, if not tougher, than many PCs, and this guy is one of the nastiest things Faerûn can throw at you. He should be a LEGEND. I was very disappointed.

Michael Satran
Via Email

Balancing an NPC's legend with his game stats can be pretty tricky, especially when you want the PCs to be able to fight and defeat him. Most of the changes you suggest would

NEXT MONTH IN DUNGEON

DUNGEON #131

THE BEASTS OF AULBESMIL

By Skip Williams

Aulbesmil's silver mines are played out and mercantile traffic has grown sparse. Orcs and monsters lurk in the nearby woods, but the real menace hides behind twitching whiskers in the town itself. A D&D adventure for 3rd-level characters.

THE PRINCE OF REDHAND

By Richard Pett

BONUS BACKDROP & POSTER MAP!

Prince Zeech cordially invites you to party with bandits, slavers, pirates, and a mysterious woman who may hold the key to preventing an apocalypse. An Age of Worms Adventure Path scenario for 15th-level characters.

THE HATEFUL LEGACY

By Greg A. Vaughan

At the end of the Hateful Wars, Lord Sandor led an army into the foothills of the Barrier Peaks in pursuit of a host of goblins and orcs. He and his army vanished, and now a group of adventurers follows his footsteps to discover what doom fell upon him and his men. A GREYHAWK adventure for 12th-level characters.

radically change Morlin's Challenge Rating, pushing him well out of the league of even high-level adventurers. While that might better fit the 20-year-old continuity of the FORGOTTEN REALMS, it isn't necessarily the best choice when it comes to actually playing DUNGEONS & DRAGONS. Morlin's "virtually endless supply of minions" populated the first 95% of the three-adventure Vampires of Waterdeep Campaign Arc. No, they weren't all standing in the room with him at the end (thus making an already challenging encounter even more cumbersome for the DM), but the whole Campaign Arc involved peeling back the layers of Morlin's operation in Waterdeep and wiping out his many followers and catspaws.

Loading him up with maxed-out magic items actually causes more problems than it solves, because all that treasure will end up in the PCs' hands after they win the fight. And they should win the fight, or at least have a very good chance. Wiping out the party to preserve the integrity of a never-statted NPC isn't sound DM policy, and makes for a pretty frustrating campaign.

All that said, we encourage DMs to make whatever modifications they wish with the material in this magazine, and "The Fireplace Level" is certainly no exception.

Have You Been Working Out?

This is my first letter to you guys. I've been an avid reader of your magazine for about ten years now (subscription not being an option over here in Germany), and I feel the urgent need to tell you this:

DUNGEON has never been in better shape than now. Thank you for that.

There has been so much great stuff since the relaunch, most of which has been praised enough already (new Adventure Path, the three-module-rule, you name it). One thing I would like to point out: I really love the fact that most important NPC's are visually depicted nowadays, especially in the Adventure Path. You took the same step with the magnificent *Shackled City* hardcover (one of the first three things I would save from a raging fire in my house). As a DM, it's cool to be able to show the players the faces of people their characters are conversing with. Keep it up!

Things I don't like? Not many. I really don't dig the current selection of comic strips and would love to have Order of the Stick represented in DUNGEON (why let the DRAGON folks get all the lovin'?). It would be especially cool to see an OotS strip centered on Roy & company playing an adventure from the corresponding issue of DUNGEON. You did this years ago with Nodwick, and it was hilarious. My players loved reading those after the adventure was over.

Alex Lorenz
Mainz, Germany

Thanks for the kind words, Alex! It's extremely gratifying to hear such positive feedback, since we really do pour our lives into these things each and every month. The decision to feature head-and-shoulders illustrations of important NPCs was definitely deliberate, for exactly the reasons you suggest.

We don't currently have any plans to shuffle the mix of comics in DUNGEON, but we did just introduce a new cartoon in DRAGON—none other than The Order of the Stick! Readers who do not follow Rich Burlew's hilarious adventures, posted three times a week at giantitp.com, is really missing out on the funniest gaming cartoon since Knights of the Dinner Table (and in the opinion of this editor, a good deal funnier even than that)! We'll continue to keep our eye out for the best cartoons we can offer. Thanks for the feedback, and see you next month!—Erik Mona

Within the Circle

BY SAM BROWN
BY WILLIAM O'CONNOR
BY ROBERT LAZZARETTI
FORGOTTEN REALMS | LOW LEVEL (1ST-5TH) | FOREST AND DUNGEON CRAWL

Power comes in many forms, and from many places. Some are born with it, others win it, while still others are chosen to wield it. Those who would question the source of their power had best proceed cautiously, lest they find their patron's coils wrapped tightly around them after it is already far too late. The yuan-ti have come to the Dalelands, and they would have your silence.

"Within the Circle" is a D&D adventure for four 1st-level characters. It is set in Featherdale of the FORGOTTEN REALMS, but can easily be adapted to other locations or campaign settings. It can serve as a stand alone adventure or to introduce a yuan-ti campaign, as per *Serpent Kingdoms*. The adventure is presented as a secret mission preceded by a short cover mission. "Within the Circle" is particularly well suited to assembling a diverse party because of this dual motivation. The reasons for recruiting some members of the party should be obvious from the cover mission. Why others are in attendance may not be evident until the secret mission is revealed.

Adventure Background

Baron Joaquim Wildhurst knows that much of his wealth and power can be directly attributed to his dealings with the House of the Circlet, a mysterious society that he has worked with for years. Throughout his career they tutored him in the finer points of diplomacy and manipulation, and he always suspected they were behind his extraordinary good fortune. With the death of his elder brother, Joaquim began to think that his patrons may have cleared his path to the crown.

Now, sixteen years after his brother's death, the House of the Circlet has finally extended Joaquim the coveted invitation for full membership. Despite the honor and prestige afforded by the invitation, Baron Wildhurst has some misgivings. Before he agrees to join, he wants to know who he has been allied with for all these years, but he is too close to investigate them without arousing suspicion. Hoping to avoid the attention of his benefactors, he seeks to hire a party of adventurers. Ostensibly, they would break up a band of goblins that has been fouling the water supply of the nearby hamlet of Thistle. The baron's secret instruction to the party is that they should, after breaking up the racket, return to a ruined depot that he visited himself nearly twenty years ago. There, as a young man, he recovered artifacts lost by the House and barely escaped with his life. Now he hopes that the party

can find clues hidden there that will reveal something about the true nature of his allies.

Unbeknownst to the baron, the band of goblins that fouled Thistle's water supply now inhabits the abandoned depot. Exiled from a larger warband, the goblins stumbled on the depot months ago and took it over from the muckdwellers who maintained it in the absence of their yuan-ti masters. During a recent power struggle, Krig, the current leader of the band, forced Belig, a rival, to perform the humiliating duty of cleaning out the midden without assistance. Belig dumped two months' worth of goblin sewage in the nearby river, poisoning the villagers of Thistle just downstream. Sensing opportunity, Belig claimed to have tainted the river on purpose and threatened to do so again if the village did not deliver a weekly tribute to him. The last two weeks of tribute have given Belig enough prestige to again challenge Krig for leadership of the tribe.

Adventure Synopsis

Baron Wildhurst assembles the party to deliver aid to the neighboring village of Thistle and remove the goblin extortionist. After a formal banquet, the baron takes the party aside and tells them about the real mission. He wants them to investigate an abandoned depot a few hours outside of Thistle.

After traveling to Thistle and confronting Belig, the party proceeds to the mysterious depot. Along the way they encounter some muckdwellers, former inhabitants of the depot. Finally reaching the ruined depot, the party braves traps, serpents, and a goblin infestation to uncover clues about the depot's original inhabitants. If the PCs discover these clues, they cover the identity of the group that built the depot: a yuan-ti cult is still active within the Dalelands.

Adventure Hooks

Local residents know the baron as a fair and just ruler, and have no shortage of reasons to support him. For learned character types Baron Joaquim may have sponsored their education. Fighters might respect the baron's skill at arms and may be associated with his noble guard. Others might be visiting gentry or possibly criminals that were magnanimously pardoned in the past and who now owe the baron a favor. Characters from more exotic locales might be representing trade partners of the barony, and be inclined to aid the baron based on his generous dealings with their home cities.

Chapter One: Wildhurst's Legacy

It is one of the last warm days of summer when **Baron Wildhurst** (LN male human aristocrat 2/fighter 3) summons the PCs to his table for an evening's dinner. Upon arriving at the palace, each of the characters is dourly greeted by **Jonah** (LN male human warrior 3), the baron's man-at-arms. Jonah leads each character to the feast hall, and then returns to the palace gate to await the next arrival.

The dinner guests include the characters, the baron, and **Borden** (N male human commoner 3), a visitor from the village of Thistle. If you are using "Within the Circle" to launch a new campaign, take this opportunity to let the characters get to know their new companions as well as their prospective employer. Use this time to establish a feeling of acquaintance, if not camaraderie, among the PCs. After a few courses, the baron announces the purpose of the gathering.

"Friends, we have in our company one from the village of Thistle, whose bountiful harvest gifts saw us through last winter's famine. He bears sad tidings, and it is for the purpose of aiding him that I call you together tonight. Listen to his tale, and promise me that you will convey to Thistle the thanks we owe them by assisting him."

Borden rises, hesitates a moment, and then speaks.

"The trouble began three weeks back. Without warning, our entire village fell ill. Men, women, children, elders—no one was spared. Most of us were bedridden for days, and I thank the gods that none passed away. It was some days' time before most of us were on our feet and able to repair the damage to our crops wrought by neglect and tend to those who were still ill. Would that were all there were to it.

"On the second day from the plague's onset, when only a few of us were able to stand, a cocksure goblin came into our market square and shouted that he had brought the plague. He jeered at us, going from house to house and abusing whomever he found. Those who tried to resist were beaten mercilessly. The goblin called himself Belig, and as he made sport of our suffering he cackled that unless we paid him tribute, more plagues would visit us. He demanded a wagonload of our goods, and all the livestock that had died from the sickness. He told us that if we were to try to trick or deny him his tribe would rain evil down on us, and more plagues would befall us."

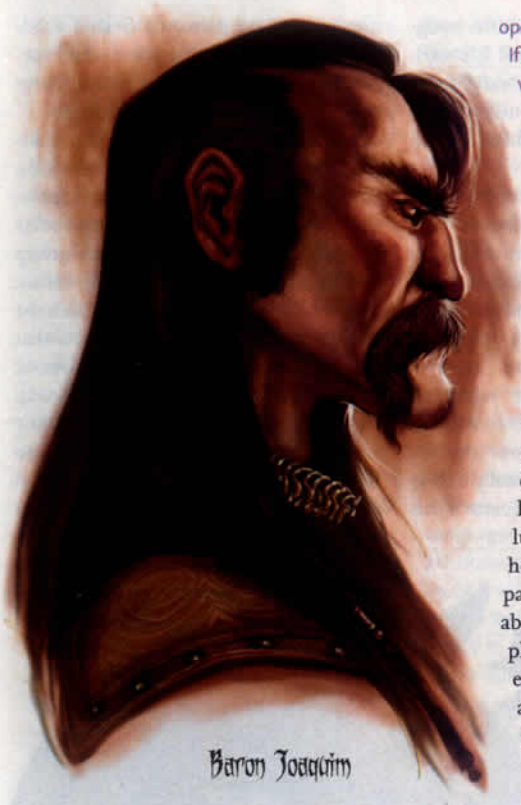
After Borden finishes, the baron clarifies that he wishes the party to travel to the village of Thistle and deliver medicine to the sick villagers, and then end the threats from the goblin Belig by any means necessary.

Assuming the characters agree to the task, the baron toasts their success and brings the dinner to a close. The palace staff sees to any needs the party members have, shows them into guest bedrooms, and suggests that they get to sleep early, as they will be setting out for Thistle with Borden first thing in the morning.

Late Evening Summons

An hour after dinner, each party member receives a knock on his chamber door. It is the baron himself, going from door to door gathering the PCs for a private conference away from the ears of even his most trusted servants. A DC 15 Sense Motive check can tell that the baron is both extremely nervous and slightly intoxicated. Once he gathers them all into his private chamber, he offers each character a glass of wine before speaking in a low, hurried, slightly slurred voice.

"If you had known what I was asking of you, all of you, what I'm now asking of you... But you'll say yes, of course you will. You're still young. I said yes to a great many things I shouldn't have when I was young. I know better now, too late. Listen closely. The mis-


Baron Joaquim

sion in Thistle is important, but it's not why I send you away.

"There is a storehouse, a guesthouse—a depot—two hours on foot upstream of Thistle. When I was young, I was sent there to raze the place. To burn it out, once I had taken from it certain books my employers wanted. Set the place ablaze so that their enemies could not use it against them. I did it, or I tried to. It rained all that week. The burning coal I carried with me died. My flint would not catch fire. I burnt out but one storeroom, and was unable to do more before the choking smoke drove me out. The entryway caught fire as well, and by the time I left, it teetered on the edge of collapse and I was afraid to pass through it again.

"I want you to go back to that compound. Brave that entryway, if it still stands. Find what that place was, and who would want it destroyed. Somewhere within must be a clue as to the identity of the people that built it, and I need all the information you can find. Take my signet ring and go. When I went on that last mission, my employer put a spell on this ring; marked it so that their doors would open before it. Bring it back quickly. If they see I'm not wearing it, they'll wonder. Maybe they'll know. Don't be gone long."

He does not volunteer any more information. While he feels he has no choice but to trust the PCs, he wants to get away with telling them as little as possible before sending them on their mission. If they do not know the true reasons he has for sending them on this mission, they cannot divulge his motives to any of his enemies that might still lurk around Thistle. However, he also understands that the party deserves to know a little about his history with the people he refers to as his employers, and so he reluctantly answers their questions as detailed below.

Who are these mysterious employers? "When I was a young man, full of myself and eager to see the world, I fell in with a group of people I knew very little about. Not bandits, no, I guarded the family name well. They could best be described as scholars. They called themselves the House of the Circlet."

What do you know about them? "Very little. They paid well for the services of a young man like myself: strong, brave, keen with a sword. For years I worked for them, and they paid well, not only in gold, but in tuition. More than that, though. It seemed as though chance always favored me soon after I finished any task for them. My rivals befell misfortune, and obstacles were cleared from my path. So long as I served the House of the Circlet, my fortunes continued to rise."

Why do you want us to investigate them? "Times have changed, and I am no longer young. My brother fell to a fever that the priests could not cure, and I found myself on the throne. My dealings with the House of the Circlet became less frequent, and I began to fear them. It seemed that before I had always dealt with them in private because that was how such matters were arranged. Now that I'm baron, it strikes me as curious, even dangerous, that they would not be seen in my court. They still ask for private audiences for us to settle our business. And now I have begun to wonder. Who are these people that they can grant these things? Why does my advancement always come at another's suffering, when their will seems to guide fate?"

Why have you waited so long to act? "They came to me again this last moon, and told me it is time that I joined them in full. Before I put myself completely in their hands, I want to know who the House of the Circlet is; I want to know who I've been serving all these years. If I were to investigate them myself, they would know. So I ask you to go make this search for me. Return quietly. Speak to no one of your task, and only after the business in Thistle is complete."

The baron has no more information about the depot itself, as he has not been there in nearly twenty years and barely remembers it. He refuses to go into the specifics of his dealings with the House of the Circlet, as he considers that information too sensitive to divulge to anyone. Once the PCs are satisfied, he concludes the interview and retires, leaving them to ponder his remarks on their journey.

Chapter Two: Thistle

The journey to Thistle occurs without event. Upon arrival, the characters find the town to be a wide-flung farming community. The center of town consists of a mill, a market square (deserted except on market day) and the squire's manor.

Once they arrive, the PCs are directed to the squire's manor. The squire is a weather-beaten old man in comfortable yet rugged farm attire. He accepts the baron's gifts of medicine from the party, and hands the medical supplies to his many nieces and nephews to deliver to the villagers. There are enough supplies left over to make up two healer's kits, which the squire returns to the party at dinner. Unless pressed, Squire Jern waits until after dinner to speak of the goblins.

Once the meal is completed, the squire thanks the PCs for their aid in

delivering the much-needed medicine, and explains his plans for the next day. He has arranged a meeting with Belig at a clearing about an hour north of town at noon tomorrow to deliver the weekly tribute of food and other goods. He leaves the specifics of the plan to the PCs, but he insists that they kill or capture Belig before he leaves the clearing. "We must let them know that Thistle will not be threatened. That filthy thief must not return to his tribe, but come back with us in leg irons or a coffin."

Squire Jern answers any questions the party puts to him to the best of his ability. He presents the party with what assistance he can offer: one *potion of cure light wounds* and a vial of antitoxin. He assents to any reasonable-sounding plan, but does not conclude the meeting until the party comes up with something he thinks will work. After the discussion is concluded, he introduces each of the characters to the family of locals that will host them for the evening.

Thistle (hamlet): conventional, AL CG, gp limit 70; assets 392 gp; population 112; Mixed (94% human, 5% half-elf, 1% elf)

Belig's Band (EL 2)

Squire Jern sets out with the party at midmorning in order to arrive at the clearing at the appointed meeting hour. He travels with a cart fully stocked with food and supplies as ransom for the goblins. The players can travel along in any manner they desire. Presuming the characters do nothing to change the schedule, they all arrive at the clearing a good hour before noon.

Belig keeps the party waiting, arriving hours late for the rendezvous. This may make ambushers less comfortable, but it isn't a tactical plan. It's Belig's way of driving home to the villagers that he sets the rules, and may be as early or late as he pleases while they wait on him. Squire Jern understands this, and won't leave until the meeting with Belig is concluded, knowing that the goblin wouldn't hesitate to poison the river a second time to make his point.

As the sun's rays start to fail, the goblins approach through the trees. Entering the clearing from an erosion trail to the west, a band of three goblins swaggers toward Squire Jern and his cart. Belig struts ahead of his two bodyguards with his chest puffed out proudly and his armor padded with mismatched furs and improvised spikes.

A fourth goblin lurks in the woods beyond, rustling branches and moving about in order to make it seem as if a much larger force surrounds the villagers. A DC 10 Spot or Listen check is good enough to notice the rustling in the trees, while a DC 20 check sees through the ruse.

How Belig handles the situation depends on how the party presents themselves. If they seem harmless or are hidden, he ignores them and verbally bullies Jern, obviously loving every minute of his dominance. He demands fresher foodstuffs, coin added to the tribute, and specific items that he thinks are fancy. ("Three gallons of honey! A bolt of cloth!")

If the party's martial nature is obvious, Belig tries to threaten them into submission. He picks the most impressive looking character and browbeats him. Belig rants about how the group had best not be trying anything funny, and reminds the group of how sick the village was not long ago. He hints that this is just a fraction of the force at his command, and assures the group that if they were to try to fight him, any survivors would have more fevers to look forward to after they lost and fled home. Belig wants to show that he's not

afraid of a fight, and figures that if he can break the ringleader, the rest will back down.

Belig is so intent on not backing down that a fight is hard to avoid. If it's made clear that the group refuses to give in and that he has no chance in the coming fight, he withdraws to make good on his promises of more sickness. If the party neither backs down nor attacks, he belittles each character individually, then loses his patience and lashes out in mid-tirade. Again, he starts with the strongest-looking character, hoping to cause the rest of the group to rout.

Squire Jern **CR 1/2**
Male human aristocrat 1
N Medium humanoid
Init +2; **Senses** darkvision 60 ft.; Spot –1, Listen –1
Languages Common, Elven

AC 13, touch 9, flat-footed 13
hp 8 (1 HD)
Fort +1 **Ref** –1 **Will** +2

Spd 30 ft.
Melee mwk longsword +0 (1d8–1/19–20)
Base Atk +0; **Grp** –1
Combat Gear *potion of cure light wounds*

Abilities Str 8, Dex 9, Con 12, Int 13, Wis 10, Cha 11
Feats Negotiator, Toughness
Skills Diplomacy +6, Handle Animal +4, Intimidate +4, Knowledge (geography) +5, Knowledge (nobility and royalty) +5, Sense Motive +6
Possessions combat gear, masterwork longsword, masterwork chain shirt

Belig **CR 2**
Male goblin fighter 2
NE Small humanoid (goblinoid)
Monster Manual 133
Init +2; **Senses** darkvision 60 ft.; Spot –1, Listen –1
Languages Common, Giant, Goblin

AC 19, touch 13, flat-footed 17; Dodge
hp 17 (2 HD)
Fort +4 **Ref** +2 **Will** –1

Spd 20 ft.
Melee flail +4 (1d6+1)
Ranged throwing axe +5 (1d4+1)
Base Atk +2; **Grp** –1
Atk Options Combat Expertise
Abilities Str 12, Dex 15, Con 12, Int 13, Wis 8, Cha 12
SQ goblin traits
Feats Combat Expertise, Dodge, Skill Focus (Intimidate)
Skills Handle Animal +4, Intimidate +9, Ride +10, Swim –4
Possessions light flail, 2 throwing axes, scale mail, heavy wooden shield, bullhorn, large rock crystal worth 70 gp, beltpouch containing 43 gp in mixed coins and 2 pearls worth 100 gp each

Goblins (3): hp 5 each; *Monster Manual* 133.

Tactics: Once a fight breaks out, the goblins fight with maddened ferocity—at least until circumstances turn against them. The goblin in the woods rushes out to join the fray. Any goblin that is wounded immediately flees back to the depot. If Belig falls or flees, his entire band follows close on his heels. Squire Jern does his best to stay out of the fighting, abandoning the wagon and fleeing to the edge of the clearing as soon as combat breaks out.

Development: If the party manages to kill or capture Belig before he escapes,

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Voyage of the Golden Dragon

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Avatar's Handbook
The Trojan War

Green Ronin Publishing

paizo
Dragon Compendium, Vol. I
The Shackled City Hardcover
Dungeon #134
Dragon #343

FULL FRONTAL NERDITY by Aaron Williams
I'M SORRY, BUT THE INNKEEPER'S DAUGHTER DOESN'T CARE FOR YOUR ADVANCES.
WHAT? HOW? MY CHARISMA IS OFF THE CHARTS!
I THINK IT WAS WHEN YOU SAID YOU PINCHED HER BUTT AND SAID "I'D LIKE TO TAP THAT KEG, BABY."
THAT'S COMMON MEDIEVAL FLIRTATION! ASK ANY HISTORIAN!
BUT YOU ROLE-PLAYED IT POORLY. YOU FAILED.
SO YOU'RE SAYING THAT IF MY CHARISMA WAS THREE BUT I TALKED LIKE SHAKESPEARE, I'D BE GETTING SOME LOVIN' RIGHT NOW?
I'M SAYING THAT WHILE THERE ARE LIMITS TO SUCCESS, YOUR CAPACITY FOR FAILURE IS INFINITE.
OOOH. DEEP.
GIVE IT UP. WHEN THE DM STARTS SOUNDING LIKE A FORTUNE COOKIE, IT'S OVER.

Squire Jern congratulates the PCs and invites them back to his manor for a celebratory banquet. He knows nothing of the baron's primary mission, but does not object if the PCs say they prefer not to return to town with him, merely nodding and driving the cart back to town. If Belig escapes, the squire insists that the PCs chase him down, knowing that it is only a matter of time before he poisons the villagers once again. The fate of the other goblins in the band does not concern him. The PCs are free to hunt them down or let them go, as they wish.

If the PCs capture and interrogate Belig, he tells them anything he can think of to try to save his life. Alternating brash and arrogant threats with pitiful whining and begging, he is unhelpful unless the PCs can persuade him to spill his guts by making him at least indifferent with a successful Diplomacy or Intimidate check (his starting attitude is hostile). Give the PCs a +5 circumstance bonus on these checks if they promise to release him. If they convince Belig to talk, he tells them that he is the leader of a large band of goblins that recently moved into an abandoned depot upriver, after they drove out the muckdwellers that had been living there. It should be clear to the PCs that the depot he describes is the one they were sent to find. He greatly exaggerates his tribe's numbers, and insists that he is the leader of the band, not mentioning Krig at all. He knows the location of the depot, but refuses to guide the PCs there unless magically compelled.

The Wrong Ambush (EL 2)

It should not be difficult to find the track that Belig uses to cart tribute back to the depot. It runs along a stream just outside the clearing where he meets Squire Jern. A PC with the Track feat can confirm that the goblins traveled down this trail with a DC 15 Survival check.

Creatures: When Krig's band took over the depot, they did so by kicking out the caretakers who had dwelt there for generations. A family of muckdwellers (2-foot-tall bipedal gray lizards) inhabited the depot, loyal (if naive) servants of the yuan-ti. The muckdwellers continued to maintain the depot even after their masters' hurried departure, holding it against the day of their return. Now exiled, they've built a ramshackle compound of three lean-to huts on the riverbank a half-mile from the compound, where they plot their revenge.

The muckdwellers have noticed Belig traversing the path on each of the previous two weeks, and dedicated the last week to digging a pit and laying an ambush for the goblin. Liking the idea of claiming the supplies Belig returns with each week, they kept the cover over the pit strong for his trip out to the meeting ground, removing the supports only after Belig's passing, to ambush him upon his return.

Their pit trap is well concealed, but the PCs can spot it with a DC 25 Spot check. The muckdwellers themselves hide by the side of the road. They take 10 on their Hide checks, so give the PCs a DC 23 Spot check as they approach the ambush to spot the muckdwellers before they attack.

MUCKDWELLERS (9) **CR 1/4**
LE Tiny monstrous humanoid
Serpent Kingdoms 71
Init +7; **Senses** darkvision 60 ft.; Spot +1, Listen +1
Language Draconic
AC 18, touch 15, flat-footed 15
hp 1 (1/4 HD)
Fort +0 **Ref** +5 **Will** +1
Spd 20 ft., swim 20 ft.
Melee bite +6 (1d3–3)
Base Atk +1; **Grp** –10
Special Atks squirt (DC 13)

What if the party is defeated?

All is not lost. Krig, the leader of the goblin clan, knows that there's one door in the compound that he hasn't been able to open. Since there are no adepts or wizards in his clan, he's eager to see if any of the characters can get the locked door in the library (area **10**) open. If the party is defeated, he'll have their wounds tended, bind them, and have them taken to area **10** to open the door.

The PCs can use the baron's signet ring to open the door. Krig, thinking back to the traps his band encountered when they first took over the compound, makes the players go first. From here it's up to the players to devise an escape scheme. Since the goblins can't follow them into the Pilgrim's Hall (area **12**) once the doors close, the PCs should have a chance to rest before confronting Krig again.

Abilities Str 4, Dex 16, Con 10, Int 10, Wis 9, Cha 8
Feats Improved Initiative, Weapon Finesse
Skills Balance +5, Hide +13, Listen +1, Spot +1, Swim +11

Squirt (Ex) A muckdweller can squirt a jet of water into the eyes of a target up to 25 feet away. Anyone hit by this attack must make a DC 13 Reflex save or be blinded for 1 round. The save DC is Dexterity based.

Tactics: The muckdwellers wait over a hillcrest for the sound of the pit cover collapsing, then leap out to attack. They expect to trap a few goblins with a wagonload of supplies; a band of adventurers comes as a rude shock. Once they realize their prey is more than a match for them, they turn tail and run back to their riverside huts. If followed there, they pantomime that they meant no harm and try to avoid a fight. If the party attacks regardless, they swarm in unison, trying to overwhelm the party with their sheer numbers.

Development: The muckdwellers know the full layout of the compound, where the kitchen entrance is, and that roughly a dozen goblins now inhabit the depot. If they are assured that the characters hate the goblins too, and don't intend to make the depot their home, the muckdwellers are happy to share this information. Remember, the muckdwellers speak only Draconic. A character can pantomime with the muckdwellers successfully by making a DC 15 Bluff check. A character who speaks Draconic can use Diplomacy normally. (The muckdwellers begin as indifferent.) Characters who can't understand Draconic must make a DC 15 Sense Motive check to understand the muckdwellers' pantomimed responses after successfully communicating with them.

Camouflaged Pit Trap: CR 1; mechanical; location trigger; manual reset; weight bypass (pit only opens when more than 100 lb. is over it); multiple targets (all targets within a 15-ft. by 10-ft. stretch of trail); DC 18 Reflex save avoids; 10 ft. deep (1d6, fall) Search DC 22; Disable Device DC 18.

Ad-Hoc Experience Award: If the party gets information out of the muckdwellers, they gain experience points as if they had defeated them in combat.

Chapter Three: Shambles of Villainy

The depot is an underground compound dug into a hillside. Its features were meant to be ornate while at the same time reminding the inhabitants of a snake-hole. From the outside it would be missed by anyone not looking for it.

The party may arrive at the ruined depot any number of ways. They may follow the baron's directions, or those of the muckdwellers. They might chase fleeing goblins back to the compound, or track the way by the ruts of former wagon trips. However they reach it, the depot looks on the outside to be no more than another hill in the countryside. Its one distinguishing feature is a sunken section of earth covering the area where the main entrance collapsed years ago. This white marble slab is almost entirely buried under loose dirt, enough to take a day to dig out. If the party takes this route, they enter the dungeon through the caved in section of area **7**.

The goblins use the old servants' entrance to come and go, as this is the easiest way into or out of the depot. A DC 10 Search check on the hillside leads to a door that lies open behind the concealment of a hedgerow. Party members entering this way arrive in area **1**.

Covered chimneys from the three stoves in area **2** and a vent leading to area **8** are too tight for Medium characters to fit through, but a Small character can get in this way with a DC 30 Escape Artist check. Tiny or smaller creatures can get through easily.

Dungeon Features

The rambunctious goblins have largely ruined the depot. Persistent characters can scrounge around any room in the compound and find some valuables that have escaped this vandalism. A DC 20 Search check in each room turns up 1d6 gp worth of miscellaneous valuables and pieces of scattered finery such as a silver fork, an intact section of a painting, and so on.

Except for area **1**, Medium creatures can move around the complex comfortably, as the ceilings are 10 feet high. Walls are painted plaster except where otherwise noted. Unlit torch sconces line the walls at 15-foot intervals. Doors in the compound are made of aged hardwood. The goblins picked the locks upon first arriving and have left them unlocked for convenience.

Quality Wooden Door: Hardness 5; hp 15; Break DC 18.

1. Muckdweller's Entrance

A narrow passageway, no more than four feet high, slopes down into the earth. The walls, floor, and ceiling are crudely cobbled and covered with moss.

When the depot was still in operation, this was the servants' entrance.

2. Kitchen (EL 1)

The ceiling in this rectangular chamber rises again to a comfortable height. Smooth stonework covers the room, and three fireplaces are cut into the northeast wall. Kettle holders, knife racks, and counter tops cover the remaining walls, none more than two feet from the ground. A smell of rot and filth fills this room, despite its neat appearance.

The easternmost fireplace holds fresh ash, and the stone lining is still warm from its last use.

The stove by the door has a bag hanging beside it, where Bilik (area **4**) has placed the fattest, juiciest centipedes from the midden heap (area **3**) for fasting prior to cooking. He's also rigged up a tripwire in the doorway to empty the bag of hungry centipedes onto anyone passing through. This serves not only to weaken invaders, but also to give him a warning of anyone sneaking into this room.

Bag of Centipedes: CR 1; mechanical; location trigger; manual reset; drops 11 Tiny monstrous centipedes (hp 1; *Monster Manual* 286); Search DC 20; Disable Device DC 10.

3. Pantry/Midden

The aroma of rot is overpowering in this small chamber. Pantry walls have been stripped of all but items too foul to eat. Offal and dung are piled on the floor, and centipedes crawl over the rotting mess.

What was once a pantry has become a midden heap for the depot's new inhabitants. Krig demands pathological levels of sanitation by goblin standards. This is the room where all the goblins are required to throw offal and perform their toilet functions. The largest centipedes have already been picked out of the pile. None of the remaining ones are considered "monstrous."

4. Dining Hall (EL 1/3)

A long dining table cuts diagonally across this wide, circular room. One corner of the table has collapsed, and tipped-over dining carts are scattered around the room. A small, rumpled bed-pallet is strewn under the collapsed end of the table.

The largest feature of this room is the table—a 30-foot mahogany slab covered with lewd goblin graffiti. A few days ago one leg of the table was sabotaged by one of the goblins and the whole thing subsequently collapsed.

Creature: Bilik, the goblin who lives in this room, is in poor standing with the rest of the band. He crouches behind one of the overturned serving tables, watching the party for some tidbit of information about a weakness that he can tell Krig about to restore his good standing. After watching for a few rounds, he looks for a chance to dash past the party back into the main compound.

Bilik, male goblin: hp 7, *Monster Manual* 133.

5. Storage room (EL 2)

This circular room holds a scattering of chests of all shapes and sizes. Their contents have been thrown onto the floor in a jumble. The ceiling is covered in soot, and ash is mixed in with the mess on the floor.

This was once the depot's main storage room. The House of the Circlet used this room to store sensitive items of no immediate use. When the depot was abandoned, the house carried off what they could and sent Baron Wildhurst here to set fire to the rest. They hoped to destroy the evidence of what was plotted here so long ago.

Creatures: Many of the chests that remain in this room have mlarrauns woven into the knotwork, holding their handles closed. Resembling 5-feet-long dark brown snakes, mlarrauns have the remarkable property of turning to stone when targeted by magic, and changing back to flesh upon being struck by a second spell. Thus, any spellcaster attempting to use *knock* to get into the chests would release their defenders. In the time since the depot was abandoned, the mlarraun woke from their stone torpor and began to fend for themselves. Most abandoned the depot or starved, but one mated pair remains, living well now that the goblin midden heap (area 3) provides them with an ample source of rats. While not hungry, these guardian snakes were bred to attack without provocation, and do so as soon as a character gets too close.

MLARRAUN (2)
CR 1
N Medium magical beast
Serpent Kingdoms 70
Init +3; **Senses** darkvision 60 ft., low-light vision, scent; Spot +5, Listen +5
AC 16, touch 13, flat-footed 13
hp 11 (2 HD)
Fort +3 **Ref** +6 **Will** +1
Spd 20 ft., climb 20 ft., swim 20 ft.
Melee bite +5 (1d4–1 plus poison)
Ranged poison spit +5 ranged touch (poison)
Base Atk +2; **Grp** +1
Special Atks poison (Fortitude DC 11; blindness for 2d6 hours/blindness for 4d6 hours plus 1d4 damage)
Abilities Str 8, Dex 17, Con 11, Int 1, Wis 12, Cha 2
SQ stone torpor
Feats Weapon Finesse
Skills Balance +11, Climb +11, Hide +12, Listen +5, Spot +5, Swim +7
Stone Torpor (Su) Any spell or magical effect that specifically targets a mlarraun causes it to instantly lapse into a torpor that lasts for d100 days. Its scales become hard and gray, though its body remains flexible. Contact with magic weapons or other magic items that do not specifically target the mlarraun does not trigger this change. In this form, the creature's natural armor bonus rises by +7. Damage in excess of one-half its original hit points awakens the mlarraun instantly, as does any spell that targets it.

Tactics: The mlarrauns hide under the rubble, and try to blind each of the characters with their poison spit. They strike targets in the order offered, being careful to return to cover after each hit

and expecting their poison to render the invaders helpless.

Development: A druid or ranger, using wild empathy, can try to calm the mlarrauns. The mlarrauns are vain creatures, and anyone who panders to their vanity by flattering their looks and cunning gets a +4 circumstance bonus on wild empathy checks. The mlarrauns start as unfriendly, but if their attitude can be improved to indifferent (DC 15) or better they do not attack the party.

Ad-Hoc Experience Award: Using wild empathy to dissuade the mlarraun from attacking is worth the same amount of experience as defeating them in combat.

6. Greeting Room (EL 1)

This small circular room is strewn with shattered furniture. Empty, gilded picture frames cover the walls, with tattered paintings scattered over the floor. Once fine carpet has been matted down and ruined.

Creatures: This room contains three goblins. If the alarm has been raised they are waiting in hiding to ambush the party. Otherwise, when the party enters the room, they are playing a game of knucklebones in the center of the floor, gambling for rations.

Goblins (3): hp 5; *Monster Manual* 133.

Tactics: If aware of the party's approach, the goblins hide behind the scattered wreckage in the corners of the room and wait for the PCs to pass by. They attack the party member who looks weakest or wears the least amount of armor at the rear of the party. They start by hurling their javelins, and then move into melee. While their timing is good, their coordination on target choice is not. The goblins scatter their fire between several party members and shout at each other in failed attempts to designate a single target to take down first.

If taken by surprise during their gambling, the goblins make the best of a bad situation. They avoid stronger-looking PCs and pick off the weaker-looking members of the party first.

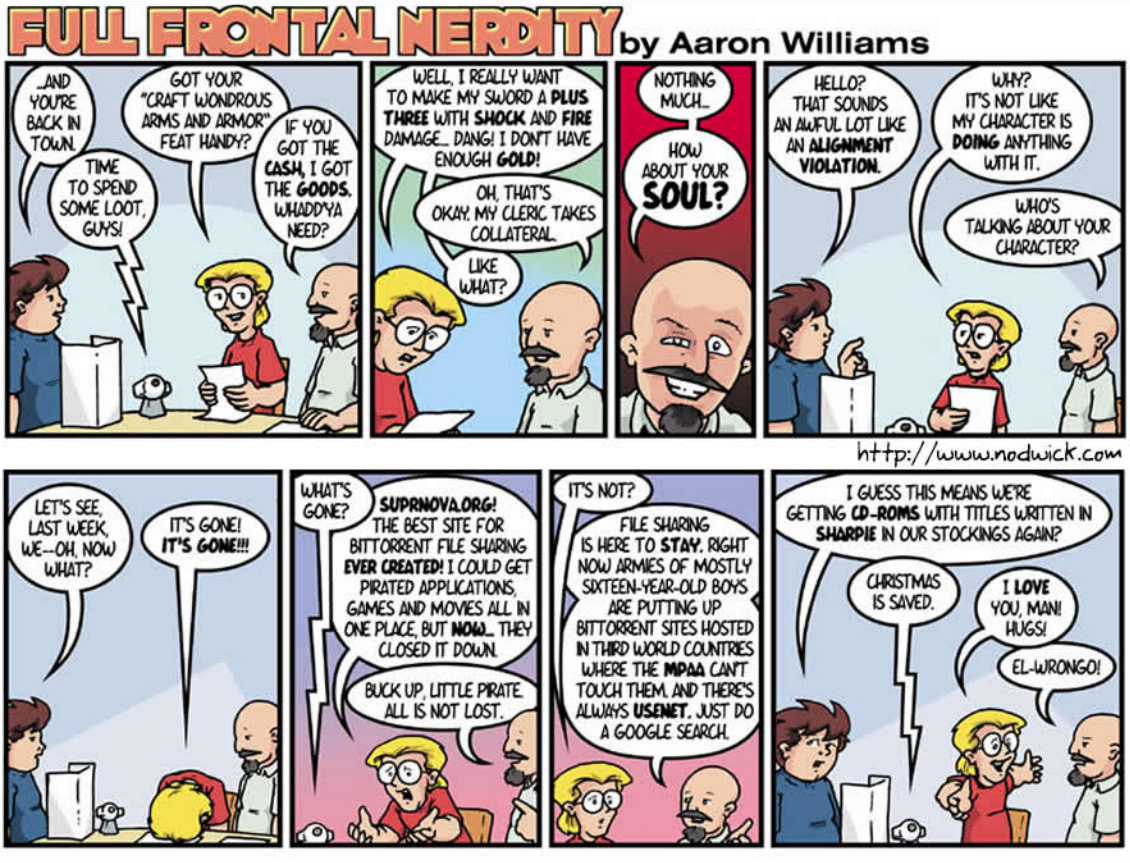
In neither case do the goblins throw their lives away. If the fight turns against them, they attempt to flee to area 10, to stand alongside Krig.

7. Entry Hall

This short hallway is closed at the far end by fallen rubble, and the support beams holding up the rest of the room are burnt and ready to collapse. Intricate mosaics run along the walls, depicting scenes of an ancient village of pillars and domes. A large lump of green fungus clings to the middle of the ceiling.

Originally the main entrance to the depot, this hall was meant to impress arriving visitors. It also contained a trap as a first line of defense against robbers or invaders. The lump on the ceiling is the remains of a goblin that was pinned there by a razorwire net trap shortly after the clan arrived. Fungus has taken over his corpse, making it unrecognizable to casual inspection. The razorwire net has not been reset, and holds the corpse to the roof still.

This was the last room the baron set fire to before being driven out by the


FULL FRONTAL NERDITY by Aaron Williams
...AND YOU'RE BACK IN TOWN.
GOT YOUR "CRAFT WONDROUS ARMS AND ARMOR" FEAT HANDY?
TIME TO SPEND SOME LOOT, GUYS!
IF YOU GOT THE CASH, I GOT THE GOODS. WHADDYA NEED?
WELL, I REALLY WANT TO MAKE MY SWORD A PLUS THREE WITH SHOCK AND FIRE DAMAGE... DANG! I DON'T HAVE ENOUGH GOLD!
OH, THAT'S OKAY. MY CLERIC TAKES COLLATERAL.
LIKE WHAT?
NOTHING MUCH...
HOW ABOUT YOUR SOUL?
HELLO? THAT SOUNDS AN AWFUL LOT LIKE AN ALIGNMENT VIOLATION.
WHY? IT'S NOT LIKE MY CHARACTER IS DOING ANYTHING WITH IT.
WHO'S TALKING ABOUT YOUR CHARACTER?
http://www.nodwick.com
LET'S SEE, LAST WEEK, WE--OH, NOW WHAT?
IT'S GONE! IT'S GONE!!!
WHAT'S GONE?
SUPRNOVA.ORG! THE BEST SITE FOR BITTORRENT FILE SHARING EVER CREATED! I COULD GET PIRATED APPLICATIONS, GAMES AND MOVIES ALL IN ONE PLACE, BUT NOW... THEY CLOSED IT DOWN.
BUCK UP, LITTLE PIRATE. ALL IS NOT LOST.
IT'S NOT?
FILE SHARING IS HERE TO STAY. RIGHT NOW ARMIES OF MOSTLY SIXTEEN-YEAR-OLD BOYS ARE PUTTING UP BITTORRENT SITES HOSTED IN THIRD WORLD COUNTRIES WHERE THE MPAA CAN'T TOUCH THEM. AND THERE'S ALWAYS USENET. JUST DO A GOOGLE SEARCH.
I GUESS THIS MEANS WE'RE GETTING CD-ROMS WITH TITLES WRITTEN IN SHARPIE IN OUR STOCKINGS AGAIN?
CHRISTMAS IS SAVED.
I LOVE YOU, MAN! HUGS!
EL-WRONGO!

smoke. The entryway did not collapse for many years after the support beams were burnt away, hence the baron's thinking that the PCs could still use his signet ring to get inside.

8. Common Room (EL 1)

This room might have once been a den or study of some kind, but the goblins have trashed it past the point of recognition. The south floor has been torn up to make a shallow pit. Netting has been strung around the outside of the pit, and the screaming of infant goblins rises from within.

Creatures: Merse, the most attentive of the goblin matrons, occupies this room. If the alarm has been raised, she awaits the party alone but at the ready. If the alarm has not been raised, there are three other goblins in the room with her. The goblins other than Merse flee to area **9b**, where they may be found later.

If the alarm has been raised, Merse has had time to prepare. While the rest of the goblins cower in their dens and hope the adventurers pass them by, she coats her spearhead with black adder venom (Injury DC 11; 1d6 Con/1d6 Con) and prepares to protect the nursery from the invading butchers. The first opponent injured by her spear must make appropriate saves, after which the poison is used up.

In addition to Merse, there are seven infant goblins in the depression on the south side of the room. They are helpless.

MERSE **CR 1**

Female goblin warrior 2
NE Small humanoid (goblinoid)
Monster Manual 133
Init +2; **Senses** darkvision 60 ft.; Spot +2, Listen +2
Languages Common, Goblin

AC 15, touch 12, flat-footed 14
hp 10 (2 HD)
Fort +4 **Ref** +1 **Will** –1

Spd 30 ft.
Melee longspear +3 (1d6/x3 plus poison)
Base Atk +2; **Grp** –2
Combat Gear 1 dose of black adder venom

Abilities Str 11, Dex 13, Con 12, Int 10, Wis 9, Cha 6
SQ goblin traits
Feats Alertness
Skills Hide +5, Listen +2, Move Silently +5, Ride +4, Spot +2, Intimidate +0
Possessions combat gear, longspear, leather armor, light wooden shield

Tactics: Merse is mainly concerned with protecting the goblins in the nursery pit. She has little hope of winning a fight against such powerful foes as the PCs, but refuses to back down, fighting until she is disabled. She isn't eager to fight, and characters who advance on her slowly can force her back to the edge of the nursery pit, beyond which she'll back up no more. She does nothing to start a fight that she knows she'll lose, but tries to keep the PCs at spear length.

Ad-Hoc Experience Award: Non-evil characters can get full XP for this encounter and the guest bedroom (area **9b**) by negotiating with Merse to allow

her and the other women of the band to carry the children out of the depot without fighting. If Merse alone is bypassed (by simply walking past her without making threats) the group gets the XP value of this room only.

9. Guest Bedrooms (EL 1)

Use the description below for both of these rooms.

This sumptuous bedroom has been upset and overturned. Down billows out of a ruptured mattress in the center of the room. Drawers are scattered about the floor. A scratched mirror and empty picture frames hang from the walls.

These two rooms are guest bedrooms, where the house would put up visiting members and guests. Their formerly luxurious furnishings have been destroyed by the goblins. Most of these rooms are now used as sub-dens by the goblins, who engage in continual feuds for favored rooms, mates, and prestige. There is nothing of value left in any of these rooms. None of the goblins trust the rest enough to leave valuables behind.

Area **9a** was Belig's bedroom. Assuming the party dealt with him in the clearing, this room is empty.

Area **9b** belongs to the females of the band, who have claimed this area from the other goblins.

Goblins (3); hp 5; *Monster Manual* 133.

10. Library/Krig's Room (EL 4)

This room seems less vandalized than the rest. Wooden shelves line the walls, covered with books of all shapes and sizes. An intact divan sits to one side of the room. An overstuffed chair has been placed on top of stacked books to form a makeshift throne.

Krig made this room his domain, and keeps the other goblins from looting or wrecking it. Although Krig is only halfway literate, he appreciates the appearance of wealth, and leaves the bookshelves that line the walls untouched for this reason. Any incriminating volumes were removed from this library by Baron Wildhurst during his mission years before, and returned to the House of the Circlet. There was one secret door the baron missed entirely, however. A marble door similar to the collapsed front portal was hidden behind the north shelves and sealed with *arcane lock*. Krig has pushed aside the bookcase concealing the door, and left it visible as a testament to his prowess. He has not yet been able to open the door.

KRIG **CR 3**

Male goblin rogue 3
NE Small humanoid (goblinoid)
Monster Manual 133
Init +3; **Senses** darkvision 60 ft.; Spot +6, Listen +6
Languages Common, Goblin

AC 16, touch 14, flat-footed 13
hp 16 (3 HD)
Fort +2 **Ref** +6 **Will** +1; evasion

Spd 30 ft.
Melee +1 *short sword* +7 (1d4+2/19–20) or +1 *short sword* +5 (1d4+2/19–20) and dagger +4 (1d3/19–20)
Ranged dagger +6 (1d3+1/19–20)
Base Atk +2; **Grp** –1
Atk Option sneak attack +2d6

Abilities Str 12, Dex 16, Con 13, Int 10, Wis 10, Cha 13
SQ goblin traits, trapfinding, trap sense +1
Feats Two-Weapon Fighting, Weapon Finesse
Skills Disable Device +6, Gather Information +7, Hide +13, Listen +6, Move Silently +13, Search +6, Spot +6, Survival +3
Possessions +1 *short sword*, 3 daggers, leather armor, makeshift crown (worth 120 gp), 8 pp, 11 gp, 21 sp, 5 cp

Goblins (4): hp 5 each; *Monster Manual* 133.

Tactics: Krig dislikes a stand-up fight, and he's none too happy to be trapped in one now. He orders the other goblins to rush the party, and then looks for an opportunity to flank opponents and make sneak attacks.

If Belig escaped the earlier encounter, he is here now. He won't join in any fighting. Instead, he hangs back and spends his actions taunting Krig and keeping him from escaping. As Belig sees it, if Krig meets the same defeat he did, his standing is redeemed. Belig tries to steer the combat away from the exit door so that he can slip out once he's had the satisfaction of seeing Krig go down.

Treasure: There are 300 books in this room covering a wide variety of topics. Most of the books are worthless, but anyone who makes a DC 15 Appraise check can sort out the most valuable books—40 books weighing 100 lbs, worth 600 gp altogether. None of the books left in this room detail any activities of the House of the Circlet, but the large number of books written in Yuan-Ti may raise suspicions.

The *arcane lock* on the door can be bypassed by anyone presenting the house's *arcane mark*, which has been placed on the baron's signet ring.

***Arcane-Locked* Marble Door:** Hardness 8; hp 45; Break DC 38; *arcane lock* CL 9th.

11. Keeper's Room/Krig's Stash

This bedroom is barely vandalized at all. Rich carpet covers the floor. A giant bed occupies half the room. The other half has been haphazardly piled with odds, ends, and trinkets.

Krig has gathered whatever valuable items he could salvage from the compound into this room.

Treasure: The following items can be found here: one gold brick (50 gp), 30 spearheads engraved with the symbol of a serpent coiled into a ring (3 gp each), seven bottles of fine wine (10 gp each), a set of masterwork painter's tools (55 gp), a masterwork flute (100 gp), and three fine portrait paintings (20 gp each).

A DC 15 Knowledge (nobility and royalty) check is enough to recognize two of the people in the paintings as petty noblemen of the Dalelands (friends of the house). The third is no one famous, but anyone who makes a DC 15 Spot check notices an inhuman sleek and sallow cast to the gentleman in the picture—a pureblood yuan-ti of the house.

12. Pilgrim's Hall (EL 4)

A corridor winds to the right, curling back left and out of view. Unlit torches line the walls. Dust covers the floor, untouched by any footprints.

Yuan-ti Tomes

The books in area 11 were made by and for yuan-ti and have a distinctive construction. First, they are made of thin papyrus, thickened in the lower corner of each page around a pair of ring-shaped punctures. These holes allow an armless yuan-ti to turn the pages with his tongue. The pages also have a strange, acrid smell—a chemical treatment that protects them from saliva damage when used as described above.

This hallway marks the first place the party explores in the ruins that the goblins have not despoiled.

The corridor holds three pressure plates, one at each bend. The pressure plates are 4 feet wide: narrow enough to easily jump over, but wide enough that a character not attempting to jump over them automatically steps on them. After the first two pressure plates, the characters should be able to guess the location of the third accurately enough to dodge it without needing to make a Search check, which is the crux of the trap. If the third pressure plate is not tripped within 5 minutes of the first pressure plate being tripped, a second dose of laerisss oil is poured onto the torches to poison the hapless invaders again. The doors remain sealed shut until the third plate is pressed.

When the depot was in use, a yuan-ti worshipper would proceed down this hallway, tripping each plate in turn without fear, lingering in meditation midway through the hall if a stronger dose of the narcotic smoke was desired. If the party avoids the first pressure plate, the rest that come after have no effect, and they can walk through the open doorway at the end of the hall.

When the first pressure plate is triggered, both of the hall doors slam shut, with no way of opening them from the inside. In addition, torches placed in sconces along the hallway every 15 feet sputter and flare to life.

When the second pressure plate is tripped, a brief stream of oily fluid dribbles from the ceiling onto the hall torches, which begin to pour out acrid brown smoke. This is laerisss, a form of osssra oil sacred to the yuan-ti of Faerûn. It benefits scalykind (yaun ti, reptiles, and humanoids with the reptilian subtype), yet poisons others. Scaled races inhaling the laerisss smoke take no damage, instead gaining a +1 bonus on Reflex saves for the next hour. (More detail on osssra oils and laerisss smoke can be found in *Serpent Kingdoms*, p 150.)

Once the players step on the third pressure plate, the hallway doors swing open once again, and the torches along the hallway are extinguished. Failure to step on the third pressure plate before 5 minutes pass after stepping on the first pressure plate results in a second dose of the poison.

Isolation trap (Pressure plate #1): CR 0; mechanical; location trigger; automatic reset; slams and locks both hall doors, lights hall torches; Search DC 28; Disable Device DC 15.

Torch smoke trap (Pressure plate #2): CR 2; mechanical; location trigger; automatic reset; poison (diluted laerisss smoke, Fortitude DC 10 negates, initial 1d4 acid, secondary 1d4 acid, inhaled, fills hall); Search DC 28; Disable Device DC 15.

Twice bitten, thrice shy trap (Pressure plate #3): CR 2; mechanical; time/location trigger; automatic reset; if 5 minutes pass after the first pressure plate is tripped without this one being tripped, it releases poison (diluted laerisss smoke, Fortitude DC 10 negates, initial 1d4 acid, secondary 1d4 acid, inhaled, fills hall); When the pressure plate is tripped, the doors unseal again. Search DC 28; Disable Device DC 15.

Marble Door: Hardness 8; hp 45; Break DC 38; *arcane lock* CL 9th.

13. Altar of Sseth (EL 1/2)

This snug room is dominated by a giant serpentine altar. The altar has been cast from copper and resembles a coiled serpent, its hood spread over a waist-high podium, stretching all the way to the ceiling. A golden bowl, dagger, and a large leather-bound tome rest on the podium.

This room was the center of worship for the keeper of the depot and his yuan-ti guests.

Treasure: The altar contains a sacrificial bowl and dagger in a serpent motif. The set can be sold for 100 gp. The tome is sealed with a lock, the key to which left with the keepers of the depot. The lock is trapped. The book itself has no monetary value, but if it can be opened, the contents are priceless to any who would face the yuan-ti. The first third of the book is a set of standard prayers to Sseth. The remainder is a notebook, current up to the time the depot was abandoned, of the activities of the House of the Circlet. The ornate yuan-ti script is difficult to read (requiring a DC 30 Decipher Script check) and the most important names and activities it describes are written in code words. However anyone who takes the time to wade through several hundred pages of prayers to Sseth gains a clear picture of the activities and nefarious intent of the House of the Circlet.

Trap: A tiny poison needle trap once protected the lock holding the book closed, however the poison has long since dried up. Now, the needle delivers no more than a single point of damage and a gentle reminder to the adventurer who tries to pick the lock.

Needle Trap: CR 1/2; mechanical; touch trigger; repair reset; lock bypass (Open Lock DC 30); Atk +19 melee (1, needle); Search DC 26; Disable Device DC 21.

Concluding the Adventure

After plumbing the depot for its secrets, the party should be ready to return to the Barony of Wildhurst. The baron takes a great interest in all of their findings, hosting the party

at the palace for days while asking them a long series of questions. The exact nature of the House of the Circlet is left to you to devise, although it should be associated in some way with the yuan-ti. In the end, he seems little more satisfied than he was before, and resolves to have the books the party found examined by sages of the Dalelands. Delivering these secret tomes and surviving the fallout from the knowledge they contain is another adventure entirely.

Regardless, the baron is delighted with the party's performance. In their absence, he commissions gifts suitable for each of them. Devise presents worth approximately 400 gp for each party member (or simply present them with the cash).

If you run "Within the Circle" as a stand-alone adventure, it is enough to have the baron ransom the clues from the party with favors and coin, and let the PCs' role in the affair remain hidden. If you run "Within the Circle" as the start of a yuan-ti campaign, the players need only bring their newfound clues to a sage knowledgeable about yuan-ti for all the wrong reasons, have one of the treasure pieces they try to pawn be recognized, or otherwise draw attention to themselves but once. Those who threaten the secrecy of the yuan-ti lead hard lives.

Sam Brown studies Artificial Intelligence at Washington University in St. Louis. He wrote this adventure while he was supposed to be programming robots and games.

Scaling the Adventure

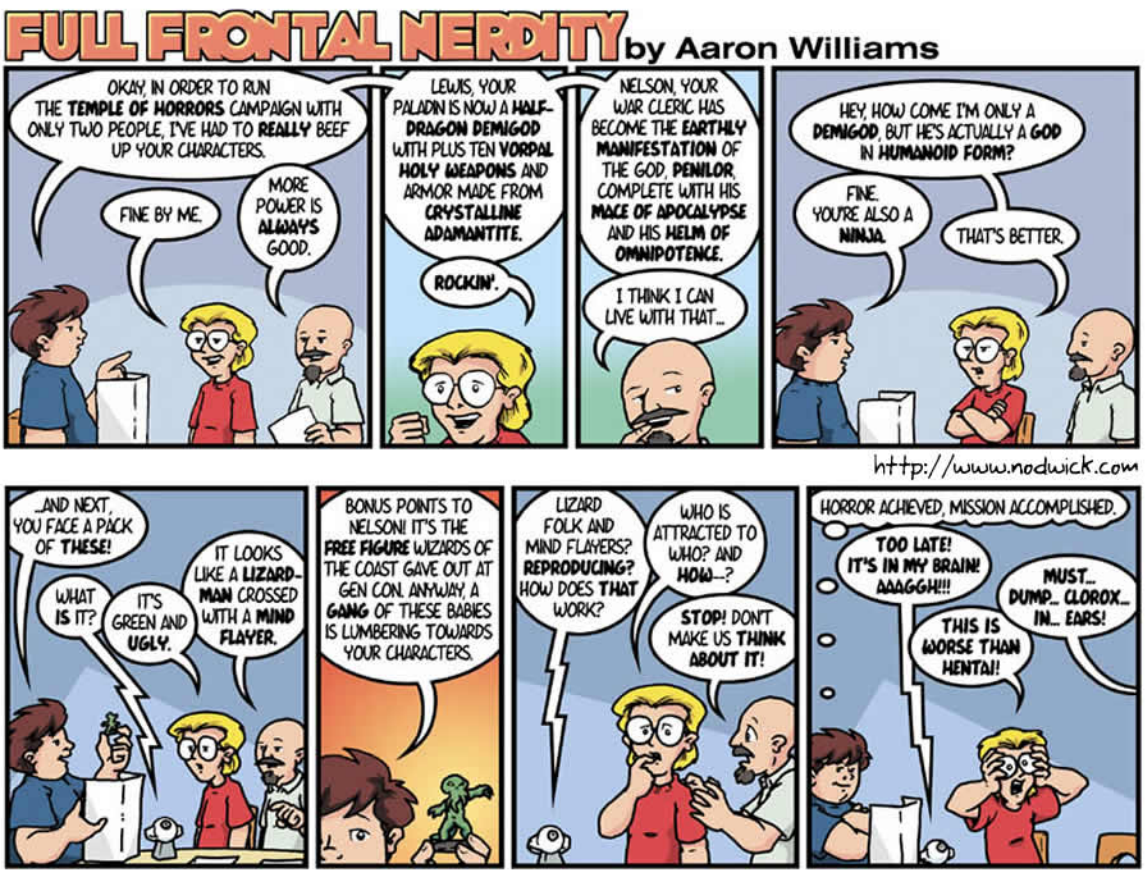
"Within the Circle" is designed for a party of four 1st-level PCs. Here are a few ways to modify the adventure for higher levels:

2nd-level PCs: Add 3 goblins to Belig's bodyguard in Chapter 2, and to areas **6**, **9b**, and **10**. Add 4 muckdwellers to the ambush.

3rd-level PCs: Add the goblins and muckdwellers as above, make Belig and Merse 3rd level, and Krig 4th level. The centipede bag in area **2** holds 20 centipedes instead of 11.

Adapting the Adventure

Within Faerûn, moving the adventure out of Featherdale makes the encounter somewhat less shocking. Thistle and the Wildhurst Barony can be located almost anywhere in the world. Yuan-ti are most prevalent in the southlands of Faerûn. Likewise, the two cities and the depot could as easily be in another campaign setting. Sseth should be swapped out for the patron deity of yuan-ti as needed for other campaign settings.


FULL FRONTAL NERDITY by Aaron Williams
OKAY, IN ORDER TO RUN THE TEMPLE OF HORRORS CAMPAIGN WITH ONLY TWO PEOPLE, I'VE HAD TO REALLY BEEF UP YOUR CHARACTERS.
FINE BY ME.
MORE POWER IS ALWAYS GOOD.
LEWIS, YOUR PALADIN IS NOW A HALF-DRAGON DEMIGOD WITH PLUS TEN VORPAL HOLY WEAPONS AND ARMOR MADE FROM CRYSTALLINE ADAMANTITE.
ROCKIN'.
NELSON, YOUR WAR CLERIC HAS BECOME THE EARTHLY MANIFESTATION OF THE GOD, PENILOR, COMPLETE WITH HIS MACE OF APOCALYPSE AND HIS HELM OF OMNIPOTENCE.
I THINK I CAN LIVE WITH THAT...
HEY, HOW COME I'M ONLY A DEMIGOD, BUT HE'S ACTUALLY A GOD IN HUMANOID FORM?
FINE. YOU'RE ALSO A NINJA.
THAT'S BETTER.
http://www.nodwick.com
...AND NEXT, YOU FACE A PACK OF THESE!
WHAT IS IT?
IT'S GREEN AND UGLY.
IT LOOKS LIKE A LIZARD-MAN CROSSED WITH A MIND FLAYER.
BONUS POINTS TO NELSON! IT'S THE FREE FIGURE WIZARDS OF THE COAST GAVE OUT AT GEN CON. ANYWAY, A GANG OF THESE BABIES IS LUMBERING TOWARDS YOUR CHARACTERS.
LIZARD FOLK AND MIND FLAYERS? REPRODUCING? HOW DOES THAT WORK?
WHO IS ATTRACTED TO WHO? AND HOW...?
STOP! DON'T MAKE US THINK ABOUT IT!
HORROR ACHIEVED, MISSION ACCOMPLISHED.
TOO LATE! IT'S IN MY BRAIN! AAAGGH!!!
THIS IS WORSE THAN HENTAI!
MUST... DUMP... CLOROX... IN... EARS!

the palace of plenty

BY TITO LEATI
BY NICK STAKAL
BY ROB LAZZARETTI

ORIENTAL ADVENTURES | MID-LEVEL (6TH–12TH) | COLD HILLS AND DUNGEON CRAWL

The fair Yayosei were the children of an ancient tribe of benign river spirits, until they tried to preserve their paradise by trapping the power of the Void Dragon. Their home was indeed preserved, but at a terrible cost. Today, the descendants of the Yayosei have degenerated into beasts, but what remains trapped within the Palace of Plenty is much worse.

"The Palace of Plenty" is a D&D adventure for four 10th-level PCs, adaptable to levels 8–12. It has been designed with a generic oriental campaign in mind, and while access to the *Oriental Adventures* supplement is recommended, it is not necessary to run this adventure. "The Palace of Plenty" takes place at the fringe of a frozen waste in winter.

ADVENTURE BACKGROUND

More than a millennium ago, before the climatic change known as the Great Stirring, the frozen waste of Kisarimuke was a fertile land. There lived the fair Yayosei, the offspring of primitive humanoids and aquatic nature spirits. On the shore of the Turquoise Lake, the Yayosei built a magnificent hall known as Amata Goten, the Palace of Plenty. In a short time, Amata Goten became the center an advanced civilization that celebrated several centuries of prosperity.

One night, gazing at the stars from their roof-gardened hall, the Yayosei foresaw the coming of the Great Stirring in the fall of a shooting star. Desperate to preserve their home's tranquility, they invoked the power of a potent spirit called the Void Dragon and created a powerful artifact called *Tokishirazu* to protect them. Resembling a vast water clock beneath Amata Goten, the *Tokishirazu*, or "Timeless Hourglass," was imbued with a combination of their own psychic energy and the essence of the Void Dragon. Using the power of this artifact, the Yayosei were able to stop time around their home on the evening before the cataclysm, putting the Palace of Plenty halfway between the Material Plane and the Spirit World. In this extradimensional pocket of space, the roof-gardened hall became a paradise, ever illuminated by the light of an eternal sunset.

After the Great Stirring, perennial cold seized the surrounding lands, striking the local populations with famine and disease. The goodhearted Yayosei decided to help their mortal neighbors,

and began appearing in the mundane world in the guise of tall humans. When they came, the Yayosei always brought gifts to the hungry and the poor. For this reason, they became known as the Amata no Sei, the Genies of Plenty. During these visits, the Yayosei kept the location of their home secret from most mortals.

Five centuries after the Great Stirring, one of the few humans aware of Amata Goten was Lady Bomiwa, a sorceress of great beauty. Bomiwa was a descendant of the Void Dragon and ruled over the village of Okabaimura, a small stronghold near Kisarimuke. She also was the lover of Zarumu, the eldest son of the lord of the Amata no Sei. Zarumu periodically visited Okabaimura disguised as a traveling noble, sharing the company of Bomiwa and her companions.

During Bomiwa's time, the lingering corruption of *Tokishirazu* began to have an effect on the Amato no Sei. Too much of the Void Dragon's essence had been put in the artifact at the time of its creation. This overload caused a slow corrosion of the artifact's magical power. *Tokishirazu* continued to keep time stopped around Amata Goten, but began draining increasing amounts of psychic energy from the Amata no Sei, slowly driving them insane. As a result, the Amata no Sei began to harass the nearby steppes-folk. After a short time, their mischievousness degenerated into cruelty and murderous violence. In the final stage of their insanity, the Amata no Sei lost control of their magical powers and violently regressed into a brutal form vaguely reminiscent of their humanoid ancestors. In this form, little more than beasts, they ambushed and slaughtered the steppes-folk for food.

When word of the steppes-folk's plight reached Bomiwa's ears, she had already noticed a subtle but deep change in Zarumu, who seemingly had forsaken his caring attitude in favor of a ruthless demeanor. Concerned for her lover's welfare, the sorceress used her divination powers to discover what was happening to the Amata no Sei. After she learned the truth, Bomiwa decided to destroy *Tokishirazu*. She hoped that though the eternity of Amata Goten would be sacrificed with the destruction of the artifact that the corruption of the Amata no Sei would stop.

The only person aware of Bomiwa's plan was one of her lady companions, Mika. Unknown to Bomiwa, Mika was also in love with Zarumu, and envious of her mistress to the point of betrayal. While Bomiwa was preparing for an expedition to Amata Goten, Mika warned Zarumu of the sorceress's intentions. Enraged, the prince of the Amata no Sei confronted Bomiwa, but the sorceress fought back with determination. In the end, Zarumu attacked Bomiwa with such violence that the sorceress was forced to kill him in self-defense. After the fight, seeing her former lover dead, Bomiwa was overcome with and anger. She flew into a hideous rage and killed the meddling Mika as well.

News of Zaramu's fate reached his father in the form of a telltale dream from the spirit world. Soon afterward, the eighteen great warriors of Amata Goten came to the gates of Okaibamura, demanding its unconditional surrender and Bomiwa's head as retribution for Zarumu's death. When the defenders of Okabaimura refused, a battle ensued, but the powerful Amata no Sei easily prevailed over their mortal opponents. When the conquerors marched into the house of Bomiwa, they found the sorceress dead on the floor, her white robe soaked with blood from her slit throat. Okabaimura was burned to the ground and its inhabitants put to the sword.

The Amata no Sei withdrew once more to their eternal home, doomed now to the inevitable regression caused by the corruption of *Tokishirazu*. Cast back to the cold reality of the material world, the former Amata no Sei spawned a breed of vicious monsters in the nearby mountains. Through the years, the kindness of the Genies of Plenty faded into legend, replaced by tales of the hoyen, man-eating ice ogres that wander the frozen wasteland of Kisarimuke.

ADVENTURE HOOKS

This adventure begins when the PCs arrive in the ruined city of Okabaimura in search of the legendary Amata Goten. Here are a few ways to get them started on this quest:

- During the past year, the ferocity of the hoyen has greatly increased, and they have pushed their raids further and further from the mountains that are supposed to be their home. As a result, the steppes-folk have been migrating southward en masse, often clashing with neighboring clans and civilized settlements. For this reason, the PCs are recruited by a daimyo who wants to discover and eliminate the cause of a massive and dangerous nomad migration. He wants the PCs to discover the source of the hoyen, and has learned through divination magic that the answers he seeks can be found in Amata Goten, somewhere in the frozen wasteland near Okabaimura.
- A famous scholar has recently discovered that a magical temporal essence is seeping into the Material Plane from some extraplaner source. He has concluded that the source of these energies is nothing less than an artifact capable of stopping time itself. Fascinated by the possibility, he recruits the PCs and sends them to the place where the temporal energy is most concentrated: Okabaimura.
- A young woman named **Sakiyo** (LN female human commoner 3) approaches the PCs with an unusual request. She has recently experienced strange and powerful visions of a beautiful, tranquil city, filled with laughing people. Slowly the inhabitants transform into vicious monsters and tear each other apart. The vision culminates with the scene of a beautiful woman standing in a ruined city, watching a horde of the monsters slaughter its inhabitants. Along with these images, three names are graven into her mind, Amata Goten, Bomiwa, and Okabaimura. Unbeknownst to Sakiyo, she is the last descendant of Bomiwa. As the corruption of the *Tokishirazu* has intensified, the Void Dragon has reached out to its last human descendant and passed along visions of the destruction of Amata

Goten. Now, Sakiyo asks the PCs to help her make sense of her visions by traveling to Okabaimura. Alternately, you can make one of the PCs the last descendant of Bomiwa, and send the visions directly to him instead.

CHAPTER ONE: OKABAIMURA

The journey to Okabaimura is not easy. The ruined city has remained abandoned by all save the monstrous hoyen for centuries, so teleporting there may be impossible. Depending on the adventure hook you use, the PCs might have a rough idea of where the city is. If not, they can discover its location with a DC 20 Knowledge (geography) check or a DC 25 Knowledge (history) check. If both of these checks fail, any large library in a reasonably-sized city likely possesses an old map that shows the city's location.

Okabaimura lies within a mountain range just east of the vast frozen wasteland of Kisarimuke. The city was built on a pair of hillocks overlooking a deep depression to the west. It ruins are situated approximately 150 miles from the nearest civilized town, in a vast stretch of wilderness populated only by monstrous beasts and nomadic steppes-folk. Although no specific encounters take place along the way, feel free to use the Cold Hills Encounter Table on page 205 of *Frostburn*, or the Cold Mountains Encounter Table on page 90 of the *Dungeon Master's Guide* to spice up the journey. In addition to monsters, also remember that overland travel through a mountain range in the winter can be extremely hazardous.

Use the following description when the PCs finally reach Okabaimura.

A couple of low hillocks jut from the mountainside, each crowned by a cluster of wind-beaten ruins. Nothing remains of the old wooden structures, and little more than the stone base of the outer walls can be seen. The only two buildings that still stand out from a distance are a noble hall on the northern hillock and a religious shrine in the southern one.

Five centuries after its destruction, Okabaimura looks like a labyrinth of half-buried, dilapidated stone foundations. The grounds of the village are littered by shards of charred wood, shattered pottery, and other junk.

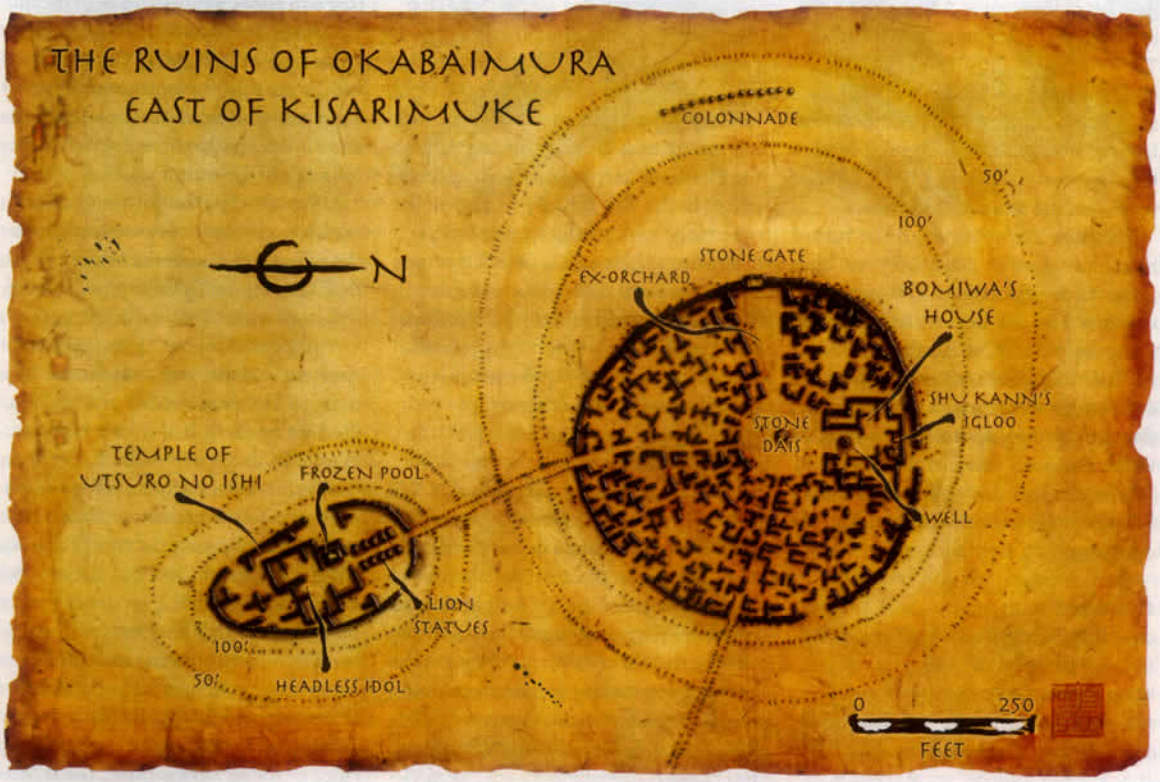
Creatures: A pack of hoyen now lives in the abandoned city, taking shelter in the ruins and hunting across the surrounding countryside for food. These feral humanoids look like white-furred ogres with clawed talons. As soon as they catch wind of the PCs, the pack charges.

Hoyen (6) **CR 3**

CE Large monstrous humanoid (cold, spirit)
Frostburn 162 (yeti)
Init +1; **Senses** darkvision 60 ft., snowsight; Spot +2, Listen +3
Language Giant

AC 14, touch 10, flat-footed 13; Dodge
hp 29 (4 HD)
Immune cold
Fort +3 **Ref** +5 **Will** +5
Vulnerable fire

Spd 40 ft., climb 20 ft.
Melee 2 claws +7 (1d6+4)



Space 10 ft.; **Reach** 10 ft.
Base Atk +4; **Grp** +12
Atk Option improved grab
Special Atks constrict (1d6+4 plus 2d6 cold)

Abilities Str 18, Dex 13, Con 14, Int 9, Wis 12, Cha 11
Feats Dodge, Toughness
Skills Climb +12, Hide –1 (+11 in snow), Listen +3, Move Silently +2, Spot +2, Survival +2

Snowsight (Ex) The hoyen can see to the limits of their normal vision even in whiteout conditions. They ignore all penalties due to snow glare and snow blindness.

Development: The sound of the battle here is likely to attract the attention of Nao-Kann (see below). He observes the fight, but once he is sure the PCs will defeat the hoyen, he joins in the fighting and attempts to destroy the PCs.

BOMIWA'S HOUSE (EL 10)

This once grand stone structure has largely collapsed. Only the central hall on the main floor remains relatively intact. The hall overlooks a large courtyard covered by a light fall of fresh snow. A stone well sits in the center of the courtyard.

Bomiwa once dwelt in a beautiful, two-story house, which stood next to the village square and its well. The well is more than 100 feet deep, and a thick layer of ice covers the water at the bottom.

Creature: The grounds of the ruined house are now occupied by an ogre mage named Nao-Kann. The ogre mage was hired by the last of the Amata no Sei to keep watch on Okabaimura during the cold season, when the ruins are a potential access point to their secret domain. Nao-Kann built a large igloo in the northern part of the ruined hall. The hoyen have learned through painful experience to avoid the igloo and the ogre mage.

NAO-KANN **CR 10**
Ogre mage fighter 2
LE Large giant
Monster Manual 200
Init +4; **Senses** darkvision 90 ft., low-light vision; Spot +10, Listen +2
Languages Common, Giant, Infernal, Spirit Tongue

AC 19, touch 9, flat-footed 19; Dodge, Mobility
hp 59 (7 HD); regeneration 5
SR 19

Fort +10 **Ref** +1 **Will** +3

Spd 40 ft., fly 40 ft. (good)
Melee *+1 greatsword* +10 (3d6+8/19–20)
Ranged mwk composite longbow +5 (2d6+5/x3)
Space 10 ft.; **Reach** 10 ft.
Base Atk +5; **Grp** +14
Atk Options Combat Expertise, Spring Attack
Combat gear *potion of cure moderate wounds* (2)
Spell-like Abilities (CL 9th)
At will—*darkness, invisibility*
1/day—*charm person* (DC 14), *cone of cold* (DC 18), *gaseous form, polymorph, sleep* (DC 14)

Abilities Str 21, Dex 10, Con 17, Int 14, Wis 14, Cha 17
Feats Combat Expertise, Dodge, Improved Initiative, Mobility, Spring Attack
Skills Concentration +11, Intimidate +11, Listen +10, Spellcraft +10
Possessions combat gear, *+1 chain shirt, +1 greatsword*, masterwork composite longbow (+5 Strength) with 40 arrows, gold bracelet studded with zircons (1100 gp), platinum nose ring (50 gp)

Tactics: When the PCs engage the hoyen, the ogre mage waits for the right moment to emerge and wreak havoc with his *cone of cold*. He then Spring Attacks the PCs while keeping his distance (preferably in the air). If badly wounded, the ogre mage uses *gaseous form* to escape.

Treasure: If the PCs defeat the ogre mage, they can find some valuables in his scantly furnished igloo: a bundle of well-tanned reindeer furs (30 gp), a valuable carpet (120 gp), a golden lamp (100 gp), and a sack containing 400 pp.

STONE DAIS

A fifteen-foot-wide, fifteen-foot-tall cylindrical stone dias stands in the middle of a large clearing in the center of the ruined city. A small arc of the city west of the dais is clear of ruins, offering an unobstructed view of a series of stone columns on the hillside below the city. Beyond the columns, the hill drops away into a deep valley. The dias itself is quite plain, apart from fifty-two pilasters carved evenly around its circumference. The shafts of the pilasters are crossed by six equidistant indentations, which segment their surface horizontally into seven identical sections.

When Okabaimura was a live community, Bomiwa used this stone dais to address her people in public speeches. The top of the dais was accessible through a semicircular wooden stairway, and was topped by an ornate balustrade and roof. Now, these wooden structures are completely destroyed, and only a few shards lie scattered at the foot of stone cylinder.

Bomiwa also used the dais to watch the stars. The carvings along the side of the cylinder represent a calendar. Each section of the pilasters symbolizes a day of the week, and the pilasters represent the fifty-two weeks of the year. From the top of the dais, the characters have a clear view of the colonnade west of the village, which consists of fourteen 50-foot-tall pillars of stone standing on the hill slope without any apparent purpose. From the dais, during the cold season (between the autumn and spring equinoxes), the setting sun appears through one of the thirteen spaces between the pillars just before going under the horizon. The setting sun will be seen in the northernmost space during the week of the two equinoxes and in the southernmost space during the week of the winter solstice.

At sunset, when the sun descends under the horizon in one of the spaces between the pillars, any PC on the top of the dais looking at it intently feels somewhat dizzy, and must make a Will save (DC 20, with a +4 competence bonus if the PC has the spirit sight ability and a +6 circumstance bonus if he experienced the vision of the lion statues). If the save is successful, the PC has a dreamlike vision of the land before the cataclysm, when the tundra was a fertile grassland. At this time, Okabaimura did not exist and the dais was a just a prominent hunk of natural rock on the top of the hill. The vision lasts for a few seconds, and disappears with a peculiar effect—with blinding speed, the green landscape is suddenly sucked toward the setting sun and disappears like water into a sinkhole, revealing again the tundra and ruins of today. At this point, the PC sees

three figures, an old noble flanked by two younger men. The three are clad in sumptuous, black cloaks, which billow menacingly in the north wind. They stare at the PC with a cold and hateful expression for just a moment before fading away. The old man is Zarumu's father, Mekarumu, and the other two are his younger brothers, Banon and Yakun. The last part of the vision is a warning given by the Void Dragon about the three surviving Amata no Sei. The vision also gives a clue about the purpose of the pillars, namely that at sunset each day the space between the pillars where the sun is visible at sunset from the dais is transformed into a gateway to Amata Goten.

OLD ORCHARD (EL 8)

Blackened, petrified stumps of ancient trees jut from the ground through a layer of fresh snow.

Before the razing of Okabaimura, this area was a magically preserved apricot orchard, kept clear of buildings to allow a line of sight between the stone dais in the square and the colonnade to the west.

The first night the PCs spend in Okabaimura, snow begins to fall heavily just before midnight. At that time a soft yet intense azure light and the distant sound of a flute emanate from the old orchard. If the PCs investigate these manifestations, they find pale phantasms of the original trees standing in the glimmering light. There, the graceful figure of a beautiful woman dances through the falling snow.

The woman is the restless spirit of Bomiwa, who can manifest in the material world as a yuki-on-na (snow woman). Bomiwa looks exactly as she did in life, but her skin is now the purest white. She wears a black silken scarf around her neck. The scarf hides the deep knife cut of her suicide. As a spirit, Bomiwa has just a faint memory of her life, but feels an urge to help living beings, mostly to atone for her sins. For this reason, she is a good-aligned yuki-on-na. If the heroes approach her, Bomiwa proves shy and aloof, and does not speak. She just beckons the PCs to follow her to a spot of the ex-orchard and points to a tree stump in the ground. At this point, the stump grows and germinates magically, producing a ripe apricot for each party member. The fruit falls to the ground and the tree shrivels once again to a dead stump. Each apricot, which looks and tastes as if it were just picked from a live tree, is the equivalent of a *potion of cure serious wounds* and *potion of lesser restoration* (both at CL 5).

After delivering her gift, Bomiwa leaves the village through the western stone gateway. If the PCs try to detain her, she gestures to let them know that she just wants to leave. The yuki-on-na does not answer questions, but if the PCs say something about Amata Goten or the Amata no Sei, she looks very worried and shakes her head, gesturing to the west. If the PCs follow the yuki-on-na out of Okabaimura, they run the risk of getting lost in a blizzard (see the *Dungeon Master's Guide* page 94 for information on blizzards). While walking away, the yuki-on-na is not affected by the snowy terrain and weather conditions, and is likely to quickly leave behind any pursuer. If the PCs do not use magical means to pursue her, assume that they lose her after 300 yards from the stone portal. Every 100 yards, Bomiwa tries to dissuade any pursuing PC with a gentle, yet peremptory gesture. After the third and last gesture, only the PCs who have been brave enough to pursue the

yuki-on-na up to that point can make a DC 20 Spot check. PCs who succeed get the impression that the yuki-on-na somehow duplicates herself before disappearing, as a second snow woman, very similar to the first, appears for an instant at the edge of their vision. The second yuki-on-na looks at the heroes and walks away westward, while Bomiwa heads north, not to be seen again. A few moments later, the snowfall and wind increase considerably, completely obscuring vision and making any activity in the open impossible.

The second snow woman is the spirit of Mika, the lady companion who provoked Bomiwa's downfall. Like the former sorceress, Mika has become a yuki-on-na. She is, however, a decidedly evil spirit who wants to exact revenge on the living for her premature death. Thanks to her *disguise self* ability, Mika can appear exactly as Bomiwa, but the mysterious laws of afterlife prevent her from imitating the black silken scarf around her neck. The scarf is a token of Bomiwa's honorable death, which may not belong to an honorless spirit. If the PCs take note of the missing scarf, they can deduce this with a DC 25 Knowledge (religion) check. The heroes have no chance to interact with Mika at this point, but will encounter her again later.

Creatures: The yuki-on-nas who were once Bomiwa and Mika have just a faint memory of their past, and their motivations are those of fey rather than human women. They have identical stats, but very different dispositions toward living creatures. Bomiwa is good, if rather passive. Mika on the other hand, is a hateful creature that wishes every stranger a cold death. Predictably, the two yuki-on-nas shun each other.

BOMIWA AND MIKA **CR 4**

Yuki-on-na

NG and NE Medium fey (cold, spirit)

Frostburn 164

Init +5; **Senses** low-light vision; Spot +15, Listen +15

Languages Common, Sylvan

AC 19, touch 15, flat-footed 18

hp 28 (8 HD)

Immune cold

Fort +2 **Ref** +7 **Will** +8

Vulnerable fire

Spd 30 ft.

Melee touch +4 (1d10 cold)

Base Atk +4; **Grp** +4

Special Atks *lose the way*, paralyzing glance

Spell-like Abilities (CL 8th)

At will—*disguise self, comprehend languages, detect thoughts* (DC 16)

Abilities Str 10, Dex 13, Con 10, Int 13, Wis 14, Cha 19

Feats Alertness, Improved Initiative

Skills Bluff +15, Diplomacy +6, Disguise +4 (+6 acting), Hide +12, Intimidate +15, Listen +15, Move Silently +12, Perform (dance) +15, Spot +15

Lose the Way (Sp) Once per day, a yuki-on-na can touch a victim and make him completely unable to find his way anywhere for the next 3d6 hours. The yuki-on-na must succeed on a melee touch attack. The affected character cannot use the intuit direction aspect of the Survival skill to avoid becoming lost. The character cannot even find his way out of a closet without assistance, though he is perfectly capable of following other characters.

Paralyzing Glance (Su) A yuki-on-na can paralyze creatures with a look. This is similar to a gaze attack, except that the yuki-on-na must take a standard action, and those merely looking at her are not affected. Anyone the yuki-on-na targets must succeed on a DC 18 Will save or be affected as though by a *hold monster* spell cast by an 8th-level sorcerer. This ability has a range of 30 feet. The save DC is Charisma-based.

Development: The night after Bomiwa appears to the PCs (if they are still resting within the city) Mika attempts to lure as many of the PCs as she can into a trap. During the darkest hour of the night, in the middle of another snowstorm, the PCs once again hear the sound of ghostly music slowly approaching from outside the city, this time the sound of a single samisen. Before long Mika appears before whoever is awake at their camp. Mika looks exactly like Bomiwa, but a PC who beats her Disguise with his Spot (with a –4 penalty due to low visibility) notices that she lacks the black scarf she wore before (see above). Like Bomiwa, Mika does not speak, but smiles and beckons the heroes to follow her, swiftly walking westward through the blistering wind and falling snow.

If the PCs ignore Mika, she walks away and tries to lure them away again a few hours later. She continues to try night after night as long as the PCs remain within the city.

If the PCs attack Mika, she tries to escape and fights only if cornered. When killed, the body of the yuki-on-na reverts to her true form, looking like Mika in life, before disappearing in the cold wind.

If the PCs follow her, the yuki-on-na tries to lure them into a trap. At this point, a PC can detect danger with his Sense Motive skill (opposed to Mika's Bluff skill). The yuki-on-na walks over a frozen crevasse with her light, bare feet, knowing that the thin layer of ice that covers it will probably yield under the adventurers. To notice the danger, the heroes must make DC 30 Spot check or a DC 20 Survival check. If the PCs walk over the crevasse together the ice cracks, engulfing whoever fails a DC 22 Reflex save. The fall into the 40-foot-deep chasm below deals 4d6 points of damage. In addition, each character that falls is attacked by the jagged rocks and ice spears at the bottom of the crevasse (1d6 attacks per character; +12 melee; 1d8 damage per hit). Finally, fallen PCs are caught in the bury zone of an avalanche that follows them down the pit. See page 90 of the *DUNGEON MASTER'S Guide* for information on avalanches. Ascending the walls of the crevasse requires a DC 25 Climb check. If half or more of the PCs fall into the crevasse, the yuki-on-na attacks the rest in an attempt to finish off the party. Otherwise, she tries to flee, laughing evilly.

Ad-hoc experience award: Do not award XP to a party that kills Bomiwa as she tries to walk away, even if her coyness is really annoying. If the PCs successfully negotiate the crevasse and deal with Mika, give them experience for a CR 8 creature.

STONE GATE

This fifteen-foot-tall stone gate remains mostly intact. A horizontal band of bas-relief images covers the ten-foot-wide

archway on the inner façade. On the left, a curious procession of civilized, bipedal apes comes out from a cluster of cottages. In the middle, the fully clothed apes dive into a lake and come out transformed into handsome men and women (who wear exactly the same clothing as the apes). Finally, on the right, the men and women build a beautiful palace on the lakeside.

The images relate the original story of the creation of the Yayosei (who later became the Amata no Sei) as told in the adventure background.

COLONNADE

Fourteen fifty-foot-tall cylindrical stone columns, each composed of seven-foot-tall segments magically piled over a metal pivot, stand here.

A single, monumental wooden lintel once surmounted the fourteen pillars of this curvilinear colonnade. Now, the lintel has fallen apart, and only the massive stone shafts of the pillars still stand. Each night at sunset during the cold season, the space between two of the pillars becomes a gateway to Amata Goten. See "The Way to Amata Goten" below for more information.

LION STATUES

An ancient pathway runs south of the main city to the second hillock and the temple structure. Two rows of five stone lion statues stand vigil over the pathway where it enters the temple complex. The lions, life-sized renditions resting on five-foot-tall rectangular pedestals, lie prone in a rigid position, and stare forward with an implacable glare.

These are just statues, but the immensely powerful spirit of the Void Dragon can manifest through them (see below).

TEMPLE OF UTSURO NO ISHI (EL 10)

Only the foundations of this once-fabulous temple remain intact. Directly across from the entrance, a ten-foot-tall alabaster statue of a long, thin, serpentine creature coiled around a cloud-like tangle of spires stands before a crumbled stone wall. The statue's severed head lies on the ground a few feet from its base. Slightly to the north, the ruins of an old shrine still hold a frozen pool of dark, still water. The opaque sheet of ice that covers the pool is cracked and shattered.

Like the hall of Bomiwa, the prominent shrine of Utsuro no Ishi (the Void Dragon) was completely destroyed five centuries ago by the invaders of Okabaimura. Nothing remains of the valuable furnishings. The place is now inhabited by a colony of ice toads. Every year during the cold season, the ice toads come to the ruins from the far north, and dwell in the frozen pool of the shrine, which once was used for ritual ablutions.

Creatures: Most of the time, the ice toads rest in or near the frozen pool. If the PCs enter the ruined shrine, the toads attack them immediately. Usually, half of the toads are already on the surface, while the others emerge from a large crack in the sheet of ice that covers the frozen pool.

ADVANCED ICE TOADS (4) **CR 7**

N Huge magical beast (cold)

Frostburn 140

Init +5; **Senses** darkvision 60 ft., low-light vision; Spot +6, Listen +6

AC 18, touch 9, flat-footed 17

hp 173 (14 HD)

Immune cold

Fort +15 **Ref** +10 **Will** +6

Vulnerable fire

Spd 30 ft.

Melee bite +20 (4d6+12)

Ranged tongue +13 (1d6+8 nonlethal)

Space 15 ft.; **Reach** 10 ft. (15 ft. with tongue)

Base Atk +14; **Grp** +30

Atk Option improved grab (tongue), Power Attack

Special Atks sphere of cold, swallow whole

Abilities Str 26, Dex 12, Con 22, Int 6, Wis 10, Cha 7

Feats Alertness, Improved Initiative, Improved Natural Attack (bite), Iron Will, Power Attack

Skills Hide +1 (+9 in snow or ice), Jump +14, Listen +6, Spot +6, Swim +13

Sphere of Cold (Su) As a standard action, an ice toad can exude a sphere of numbing cold in a 10-foot radius from its body. Creatures within this radius (including any creatures the toad may have swallowed) take 3d6 points of cold damage (Fortitude DC 23 half). The save DC is Constitution-based. An ice toad can activate this sphere of cold every other round.

Swallow Whole (Ex) An ice toad can try to swallow a grabbed opponent that is Medium or smaller. To swallow a creature, the ice toad must make a successful grapple check. Once inside, the opponent takes 1d8+12 points of crushing damage plus 1d4 points of acid damage per round. A swallowed creature can cut its way out by using a light slashing weapon to kill the toad from the inside (AC 13). A Huge ice toad can hold 1 Medium, 2 Small, 8 Tiny, 32 Diminutive, or 128 Fine creatures in its gut.

Tactics: The ice toads are straightforward fighters. In melee, they try to flank the PCs to create overlapping areas of effect of their spheres of cold. After two toads are killed, the surviving ones try to withdraw into the frozen pool. If attacked in the water, the toads fight to the death.

Treasure: Scattered on the bottom of the 30-foot-deep frozen pool are the following gems: nine blue quartz (10 gp each), five rock crystals (50 gp each), four aquamarines (500 gp each), one blue-white diamond (5,000 gp). To find the gems a PC must dive in the icy water and make DC 15 Swim check and DC 15 Search check per gem. Remember that immersion in very cold water deals 1d6 points of subdual damage per minute.

Development: If the PCs defeat the toads, they can explore the ruined shrine undisturbed. Nothing of value can be found outside of the gems in the frozen pool, but as soon as a PC touches the fallen head of the Void Dragon's statue the powerful spirit of Utsuro no Ishi manifests in the ruined temple.

The ruins fall unnaturally silent as the wind abruptly ceases. The sky outside

turns a clear, glossy deep blue, and hundreds of previously invisible constellations shine and sparkle brilliantly. The eyes of the lion statues before the entrance glow with a pure white light, heralding the coming of a powerful visitor from beyond reality. The shadow of an enormous, yet sinuous and agile beast, shapeless and unseen, drifts on the shrine's floor without a sound. Then, a deep voice fills your mind with the following words:

"Time stops where the water flows in the Void, but no water can fill the Void. If you seek the place known as Amata Goten, the calendar of stone will show you the timeless door. Rest between the lintels of the gate of night at sunset, and the north wind will bring you plenty or death."

This riddle is a clue explaining how to use the stone dais and colonnade to enter Amata Goten.

THE WAY TO AMATA GOTEN

To find Amata Goten, the PCs must interpret correctly the words of Utsuro no Ishi in the ruined temple. Each night, the passageway to Amata Goten opens at sunset between the two pillars where the sun was visible at sunset from the stone dais that day. Since it takes about a week for the sun to move from one opening to another, it is likely that it will also be the same pair of pillars through which the sunset is visible on the previous day.

Read the following text to anyone standing between the pillars at the precise moment of sunset.

The last light of the setting sun illuminates the columns, touching the world with fabulous colors of red and gold. Instead of disappearing below the horizon, however, the sunlight seems to fade into darkness, as a thick opaque white mist rises from the ground and surrounds the colonnade. The sight of the surrounding landscape fades into formless white vapor. Suddenly, a frigid gust of wind howls through the mist from the north, causing the vapors to swirl and eddy. A keening voice speaks words on the wind, in a whisper that makes the ground shake with its fury.

"Plenty I bring to the keen, Death I bring to the fool. A moment only you have to answer my spell, lest you succumb to my powers. What crawled from the first shell and flies from the second, which once liked leaves and now likes flowers?"

After these words from Utsuro no Ishi, the PCs notice again the shadow they saw in the ruined shrine. This time, however, the shadow becomes more and more definite, assuming the shape of a huge, threatening wormlike creature.

The right answer to the riddle is "butterfly", and the PCs have just a minute to come up with it (use a stopwatch to scare them a little). If they do not answer correctly, the shadow solidifies into an enormous, green caterpillar with a demonic face and a fang filled mouth.

Creature: The caterpillar is a unique spirit that attacks only those who fail to answer the riddle of the north wind.

DEMONIC CATERPILLAR **CR 13**

N Colossal magical beast (extraplaner, spirit)

Init +0; **Senses** darkvision 60 ft., low-light vision; Spot +16, Listen +16

Languages Common, Spirit Tongue (does not speak)

AC 21, touch 2, flat-footed 21

hp 228 (24 HD)

Resist fire 15

Immune cold, transmutation effects

Fort +18 **Ref** +16 **Will** +12

Spd 40 ft., climb 40 ft.

Melee bite +28 (6d6+16 plus poison [Fort DC 26; 1d6 Dex/2d6 Dex])

Space 30 ft.; **Reach** 20 ft.

Base Atk +24; **Grp** +51

Atk Option Awesome Blow, Power Attack, Snatch, improved grab

Special Atks cocoon (+16 ranged touch), swallow whole

Abilities Str 32, Dex 11, Con 19, Int 6, Wis 14, Cha 9

Feats Alertness, Awesome Blow, Improved Bull Rush, Improved Natural Attack (bite), Iron Will, Lightning Reflexes, Power Attack, Snatch, Weapon Focus (bite)

Skills Climb +22, Listen +16, Spot +16

Cocoon (Su) As a standard action, the demonic caterpillar can attempt to trap a nearby opponent in a sticky cocoon by making a +16 ranged touch attack. This is similar to an attack with a net but has a maximum range of 100 feet, with a range increment of 20 feet, and is effective against Huge or smaller opponents. The cocoon anchors the target in place, allowing no movement. An entangled creature can escape with a DC 26 Escape Artist check, or burst the web with a DC 26 Strength check. The check DCs are Constitution-based. The cocoon has 25 hit points, hardness 2, and takes double damage from fire. Any living creature caught in the cocoon must make a DC 26 Fortitude save each round or suffer 1d6 points of Dexterity damage. Any living creature reduced to 0 Dexterity by the cocoon is automatically transformed into a large butterfly (use the stats for a raven) although he retains his own mind. This transformation removes any Dexterity damage caused by the cocoon, and the cocoon dissolves when the transformation is complete. This effect is equivalent to the *baleful polymorph* spell (CL 15th).

Swallow Whole (Ex) The demonic caterpillar can try to swallow a grabbed opponent that is Gargantuan size or smaller. To swallow a creature, the demonic caterpillar must make a successful grapple check. Once inside, the opponent takes 3d8+11 points of crushing damage plus 2d6 points of acid damage each round. A swallowed creature can cut its way out by using a light slashing weapon to deal 35 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. The demonic caterpillar's gut can hold 1 Gargantuan, 2 Huge, 8 Large, 32 Medium, 128 Small, or 512 Tiny or smaller creatures.

Development: If the heroes give the right answer to the riddle of the north wind, they are magically transported to the extra-dimensional Amata Goten. If they defeat the demonic caterpillar, the heroes are also transported to the Palace of Plenty. If they flee, they must attempt the trip to Amata Goten again, unless they go through the Ethereal Plane (see the "Amata Goten and *Tokishirazu*" sidebar).

CHAPTER TWO: AMATA GOTEN

When the PCs solve the riddle of the north wind, defeat the demonic caterpillar, or become ethereal in the right place, they are immediately transported to Amata Goten. Read the following:

A white butterfly flutters through the thick mist. The wind drops, and the temperature rises. The white landscape transforms into lush greenery, and the falling snowflakes become cherry flower petals carried by a spring breeze. The form of budding trees appears to either side. The air warms further, like an early summer's day. You find yourself in the middle of a cherry orchard on a path lined with fruit-laden trees. The path runs west, and the setting sun ahead remains the only feature unchanged from the frozen wasteland. Beyond the cherry trees, on lush, flowery meadows, sits a cluster of charming peasant houses with glittering roofs, built near the shore of a small lake. Farther ahead, overlooking the deep blue waters of the lake, stands a marvelous palace of wood and stone, whose roofs are encrusted with polished lapis lazuli.

The PCs have finally reached the magical grounds of Amata Goten, where no unwanted visitor has arrived before. At this point, the temperature has risen dramatically from the chill of Kisarimuke.

Amata Goten is a kind of earthly paradise: it features no obstacles or traps, and every place is readily accessible and comfortable. In some places, however, the spirits of discord generated by *Tokishirazu* can animate objects and turn elemental forces against the PCs.

THE PEASANT HUTS

The peasant houses near the hall of Amata Goten are amazing in comparison to those of the mundane world: skillfully built with the most valuable wood, incredibly neat and clean, exceptionally well-furnished, and covered with gold-plated copper tiles. The houses, however, are completely abandoned, for the lesser Amata no Sei who lived there have long ago been killed or transformed into Hoyen.

The layout of these houses are variants of those presented on page 205 of *Oriental Adventures*, including a bath, a lavatory, several closets, a hearth, a kitchen, a stable, and a small shrine dedicated to a kind water spirit (the Turquoise Giant, see below). Ransacking the houses produces 200 pounds of furniture, jewelry, and other fine goods worth a total of 1,000 gp.

Thanks to their allegiance to the nature spirit of the Turquoise Lake, who has a symbiotic relationship with Amata Goten, the last of the Amata no Sei are aware of intruders as soon as they arrive in the cherry orchard. For a while, however, they are content to wait for the intruders inside the hall.

THE TURQUOISE LAKE

Many trout and other small fish swim in this shallow lake, whose waters are a deep turquoise color. The lake is inhabited by

AMATA GOTEN AND TOKISHIRAZU

According to the cosmology described in *Oriental Adventures* (page 206), the spirit world mirrors the mundane one, albeit grander and more supernatural. The Yayosei knew that the climate change brought to their land by the Great Stirring would change the corresponding portion of the spirit world into an even more terrible icy desert. For this reason, to avoid the freezing of their beloved Turquoise Lake (and of the powerful spirit that inhabits it), the Yayosei created *Tokishirazu*, trying to achieve immortality for themselves at the same time. Such a powerful twisting of the laws of nature, however, proved too difficult for them to achive, and resulted in the flaw that eventually led to their madness and regression.

The extra-dimensional space of Amata Goten lies halfway between the mundane and the spirit world. It is timeless, but divine spells are not enhanced there. An ethereal traveler from the mundane world can reach it, as long as he is in the right place at sunset. At that point, in fact, the shadow of Amata Goten becomes visible to ethereal creatures, and they can reach the Palace of Plenty by concentrating on it.

Tokishirazu is a cumbersome, immovable artifact built in the cavern under the Palace of Plenty (see area **40**). It looks like a complex water clock. *Tokishirazu* is fed by an underground stream, which pours into a stone basin. From the basin, most of the water flows into the adjacent pool, but a little is channeled into the water clock mechanism, which consists of a row of three clay urns, connected by copper pipes and wooden latches. At the bottom, the water drips into a circular, graduated vat of blue crystal, which shows the hour. A pipe near the bottom of the vat is connected to a sinkhole that would allow the vat to be emptied and the water clock to be reset. The pipe hangs over the adjacent pool near to the surface, and is closed by a copper plug.

Although water drips in continuously, the level of the vat never increases, always showing the hour of sunset of an early summer's day (when time was stopped). Instead of normal water, the circular vat contains a whirlpool of swirling darkness: a manifestation of the Void. When water drips into this elemental darkness, it disappears, transforming into the energy that keeps Amata Goten a timeless place. Touching the elemental darkness has the same effect of as touching a *sphere of annihilation*. The water clock mechanism is fragile, and disrupting it is easy (hardness 0, hp 1). Whoever tries to do so, however, is affected by a violent thrust *telekinesis* spell (Will save DC 25). Moreover, the artifact has SR 27. The only action that can bypass these resistances is unscrewing the copper plug of the crystal vat. The plug must be unscrewed with a combination of clockwise and counterclockwise rotations (Disable Device DC 30). Disrupting the mechanism or unplugging the vat deactivates the artifact immediately.

As a side effect of its malfunctioning, *Tokishirazu* has generated the mysterious, shapeless entities known as the spirits of discord. Created by the dispersion of the psychic energy of the Amata no Sei, these entities still roam the grounds of Amata Goten, creating hostile animation and conjuration effects against intruders.

The extra-dimensional pocket of space created by *Tokishirazu* is virtually boundless. Only creatures that have invested part of their psychic energy in the *Tokishirazu* (such as the Amata no Sei) and those touched by them can leave the artifact's sphere of influence. For anyone else (including the PCs), walking away from the Palace of Plenty into the wilderness surrounding it is dangerous. Behind the colonnade, the path that traverses the cherry orchard ends in a tangled forest. Any PC who sleeps away from the grounds of Amata Goten has terrible nightmares of being torn into nothingness by the Void Dragon. The first night, the character must make a DC 20 Will save or take 1d4 points of Charisma damage. Each following night, the nightmares become more and more vivid, prolonged and terrifying, dealing 1d4 points of cumulative Charisma damage (2d4 in the second night, 3d4 in the third and so on). When a PC's Charisma score reaches zero, he fades into nothingness (his material body vanishes).

the Turquoise Giant, a spiritual ancestor of the Amata no Sei, whose gentle nature has been corrupted by *Tokishirazu* (see area 7).

THE LORD'S HALL

The hall is far more magnificent than the village houses. Its limestone walls are plastered with powdered semi-precious stones and its wooden structure is masterfully carved and lacquered. Again, the most impressive feature is the roofing, encrusted with lapis lazuli and pearls.

Crass PCs can easily collect up to 250 pounds of treasure worth a total of 10,000 gp by looting the valuables left behind by the Amata no Sei. For this reason, only exceptionally valuable treasures are listed in area entries.

Unless otherwise noted, all the doors of the hall can be opened without difficulty, and the windows have easily removable silk curtains and leather covers.

1. BRIDGE

A sturdy, ornate wooden bridge spans a portion of the lake to a small island with a monumental arcade. Beyond the arcade, a second portion of bridge leads to the main entrance of the hall. The faint sound of a woman's song drifts out from the front door.

The bridge is safe. When the PCs walk over it, it creaks rhythmically, producing unnaturally pleasant sounds (a *permanent illusion*).

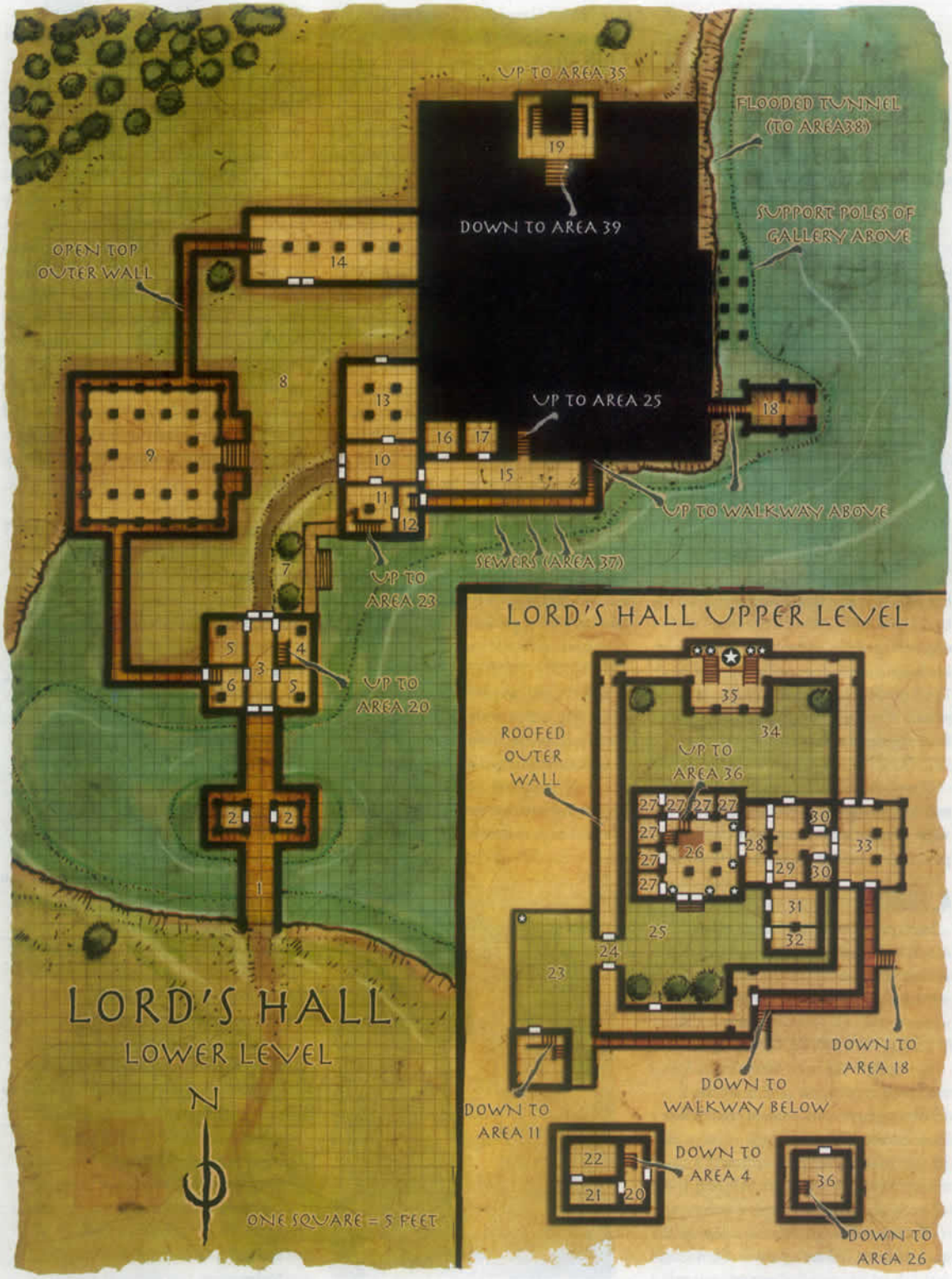
2. SENTRY BOX

The hollow pillars of the monumental arcade contain two identical sentry boxes. A stool sits inside both. Small peepholes on the walls allow vision all around the arcade.

The sentry boxes are unremarkable.

3. CORRIDOR

This ten-foot-wide, thirty-five-foot-long corridor has a polished pavement floor made of stone chips in various shades of blue. The walls are decorated with wooden


UP TO AREA 35
FLOODED TUNNEL (TO AREA38)
19
DOWN TO AREA 39
SUPPORT POLES OF GALLERY ABOVE
OPEN TOP OUTER WALL
14
8
13
UP TO AREA 25
18
9
16
17
10
15
11
12
UP TO WALKWAY ABOVE
SEWERS (AREA 37)
7
UP TO AREA 23
LORD'S HALL UPPER LEVEL
5
4
3
6
5
UP TO AREA 20
35
34
ROOFED OUTER WALL
UP TO AREA 36
27
27
27
27
27
26
28
30
33
27
29
30
27
31
32
25
24
23
2
2
1
DOWN TO AREA 18
DOWN TO WALKWAY BELOW
DOWN TO AREA 11
LORD'S HALL
LOWER LEVEL
N
22
DOWN TO AREA 4
21
20
36
ONE SQUARE = 5 FEET
DOWN TO AREA 26

THE LAST AMATA NO SEI

At the time of the adventure, only three Amata no Sei remain in their normal form: Mekarumu, former lord of his people, and his two surviving sons Banon and Yakun. All three are twisted and evil, lost in a dreamy and pointless existence. Mekarumu's wife was long ago turned into a ghost by her husband's attempt to save her from regression: an insane ritual that completely destroyed her material body. Anishuma, Mekarumu's daughter, was brutally assaulted by the Turquoise Giant, and has also risen as an aquatic ghost. The other Amata no Sei killed each other a long time ago, or regressed to hoyen form. The unseen servants that take care of Amata Goten have long since cleaned up the traces of these horrors.

bas-reliefs of winged fairies dancing on the backs of hippopotami. Four small doors open off the sides of the corridor and there is a larger double door on the opposite end. The first door on the left is ajar, and the sound of a women singing softly comes from the open door.

The corridor is empty. From time to time, one of the winged fairies depicted on the walls jumps from the back of one hippopotamus to another (a *permanent illusion*).

4. ARMORY

A tall, ornate weapon rack dominates this room's east wall, holding the handsome arms and armor of a squad of elite guards. A wooden staircase ascends to the next floor.

A wooden stairway here leads up to area **20**. The weapon rack holds six masterwork glaives, six sets of masterwork lamellar armor, six masterwork composite shortbows, 60 masterwork arrows, and six masterwork scimitars. Among these objects, is also some magical treasure.

Treasure: Hanging from a peg on the rack is an *Asashina's feather token (swan boat)*. A set of lamellar armor conceals a clay jar of *Hanasaku's (Keoghtom's) ointment* that can be found with a DC 17 Search check.

5. GUARDROOM

This room contains a bunk bed for two people, a small table, three chairs and a three-foot-tall, wheeled stove made of copper. The stove is not lit, and is covered with a quilted, embroidered wool blanket.

The two guardrooms are identical and unremarkable.

6. LAVATORY (EL 10)

A square basin connected to the lake by gold pipes provides a supply of fresh water to this room. A pile of washed linens sits beside the basin, near to a set of empty buckets and a large basket full of perfumed soap bars. Near the basin, a kneeling girl with a noble's outfit and an apron is washing her hair and softly singing a tune without words. The girl's incredibly long, beautiful hair floats gracefully on the surface of the water.

A short stairway here leads west to the open-top outer wall that encloses the courtyard of the lower level.

Creature: The girl was once Anishuma, the only daughter of Mekarumu, but a brutal assault by the Turquoise Giant killed her and turned her into a ghost.

When she uses her corporeal manifestation ability, Anishuma can be corporeal (like many oriental ghosts) or incorporeal at will. Anishuma stops singing when the PCs address her, but appears numb, and reacts only to violence. If threatened or hurt, she whispers a few, almost unintelligible words with a gurgling, horrible voice ("You dirty, stinky fools! I will wash you!"). Then she uses her water elemental manifestation ability (see below) and attacks. At the same time, the spirits of discord possess the soap bars in the basket. The soap bars hop out of basket and form three swarms. The bars assume the form of misshapen, chubby demons, which fight with diminutive but powerful bites, and exude an overpowering, nauseating perfume of cherry flowers, and a slippery, acidic foam.

ANISHUMA **CR 7**

Female spirit folk ghost aristocrat 6
NE Medium undead (spirit)
Monster Manual 116
Init +2; **Senses** darkvision 60 ft., low-light vision; Spot +11, Listen +13
Languages Common, Spirit Tongue

AC 12, touch 12, flat-footed 10
hp 39 (6 HD)
Immune undead traits
Fort +2 **Ref** +6 **Will** +6 (+2 vs. water spells)

Spd 30 ft., swim 30 ft.
Melee unarmed strike +4 (1d3)
Base Atk +4; **Grp** +4
Special Atks corporeal manifestation, manifestation, water elemental manifestation
Spell-like Abilities (CL 1st)
1/day—*speak with animals* (fish only)

Abilities Str 10, Dex 14, Con —, Int 10, Wis 12, Cha 16
SQ rejuvenation, +4 turn resistance
Feats Improved Unarmed Strike, Lightning Reflexes, Skill Focus (perform [acting])
Skills Craft (calligraphy) +8, Hide +10, Knowledge (religion) +6, Listen +13, Perform (acting) +8, Spot +11, Search +8, Swim +8

Manifestation (Su) When Anishuma manifests in an incorporeal form, her statistics change as follows:
NE Medium undead (incorporeal, spirit)
AC 15, touch 15, flat-footed 10
Spd 30 ft., fly 30 ft. (perfect), swim 30 ft.
Melee none

Grp —
Abilities Str —
Skills Swim –5
Water Elemental Manifestation (Su) When Anishuma manifests as a water elemental, her statistics change as follows:
NE Large elemental (water, spirit)
Monster Manual 98
AC 20 touch 11, flat-footed 18
hp 63 (6 HD) **DR** 5/—
Immune elemental traits
Fort +6
Spd 20 ft., swim 90 ft.
Melee 2 slams +8 (2d8+5)
Space 10 ft. **Reach** 10 ft.
Atk Options water mastery
Special Atks drench, vortex
Abilities Str 20 Con 19
SQ rejuvenation
Skills Hide –2, Listen +5, Spot +3, Search +0, Swim +13

Soap Swarm (4) **CR 4**
N Diminutive construct (spirit, swarm)
Init +5; **Senses** darkvision 60 ft., low-light vision; Spot +1, Listen +1
AC 19, touch 19, flat-footed 14
hp 44 (8 HD)
Resist fire 10
Immune acid, construct traits, swarm traits, weapon damage
Fort +2 **Ref** +7 **Will** +3
Weakness 150% damage from area effect
Spd 10 ft., fly 40 ft. (perfect)
Melee swarm (2d6 bludgeoning plus 2d6 acid)
Space 10 ft.; **Reach** 0 ft.
Base Atk +7; **Grp** –8
Atk Option acidic foam, distraction (DC 14)
Abilities Str 4, Dex 21, Con —, Int —, Wis 12, Cha 11
Acidic Foam (Ex) A soap swarm is covered with highly acidic foam, causing anyone hit by its swarm attack to suffer an additional 2d6 points of acid damage. Furthermore, the foam is extremely slippery. Anyone struck by the soap swarm's attack must make a Balance check (DC 10 plus the swarm's bludgeoning damage) or fall prone. Anyone who moves into, out of, or through a square containing a soap swarm must make a DC 10 Balance check or be forced to stop in that square. A creature that fails by 5 or more instead falls prone in that square. Anyone in a square occupied by a soap swarm is considered balancing and may lose his Dexterity bonus to AC (see the Balance skill description on page 67 of the *Player's Handbook*).

Tactics: When provoked, Anishuma turns into a water elemental and fights until destroyed. If the PCs flee, she does not pursue them out of area 6.

Development: Only the destruction of *Tokishirazu* can destroy the ghost permanently. Otherwise, she reappears in this room after 2d4 days.

7. DIVING STEPS (EL 13)

Here, a few stone steps dive into the waters of the lake. Paper lanterns lit in different colors hang from the pair of dwarf pines at the ramp's sides.

The paper lanterns are lit with *continual flame* spells. The steps are wet and unnaturally slippery. Anyone walking on them must make DC 15 Balance check to make progress, failure by 5 or more results in a fall into the water.

Creatures: When the PCs come within 10 feet of the lake's surface the Turquoise Giant, the lake's nature spirit, and his two water elemental valets attack them. The Turquoise Giant also attacks them underwater if the PCs try to enter the underground cavern (area **39**) through the sewers (area **37**) or the flooded tunnel (area **38**). In his natural form, the Turquoise Giant appears as a lean, blue-skinned giant with completely black eyes, white pupils and long hair made of flowing water. His water elemental valets look much like liquid replicas of their master.

Turquoise Giant **CR 12**
Advanced nature spirit
NE Large fey (spirit, water)
Oriental Adventures 177
Init +6; **Senses** low-light vision; Spot +21, Listen +21
Languages Common, Spirit Tongue
AC 18, touch 11, flat-footed 16; Dodge
hp 54 (12 HD) **DR** 15/cold iron
SR 20
Immune cold
Fort +7 **Ref** +10 **Will** +12
Spd 30 ft., swim 60 ft.
Melee 2 slams +7 (1d4+2)
Base Atk +6; **Grp** +12
Atk Options Combat Expertise
Spell-like Abilities (CL 12th; +7 ranged touch)
At will—*detect evil, detect good, detect magic, invisibility, plane shift* (between the Spirit World and the Material Plane only), *polymorph* (self only)
5/day—*shapechange*
1/day—*animate water*, cobra's breath* (DC 16)*, *cone of cold* (DC 20), *control water, endure elements, fog cloud, gaseous form, ice blast* (DC 17)*, *ice knife* (DC 17)*, *ice storm, obscuring mist, protection from energy, ray of frost, resist energy, scrying* (DC 19), *solid fog, steam breath* (DC 18)*, *stinking cloud, swim*, wall of ice, water breathing, water to poison* (DC 19)*
*spell from *Complete Arcane* (see appendix)
Abilities Str 14, Dex 15, Con 12, Int 17, Wis 18, Cha 20
SQ local knowledge, wild empathy +17, symbiosis
Feats Alertness, Dodge, Combat Expertise, Great Fortitude, Improved Initiative
Skills Concentration +16, Hide +13, Knowledge (nature) +18, Listen +21, Move Silently +17, Spot +21, Sense Motive +19, Spellcraft +18, Survival +19, Swim +10
Local Knowledge (Ex) The Turquoise Giant is intimately familiar with the natural world in the area where it lives. He automatically has access to the information learned from the *commune with nature* spell, effective in an area with a radius of 12 miles.
Symbiosis (Su) The Turquoise Giant is mystically bound to the Turquoise Lake. He cannot stray more than 300 yards from its shore. If he does, he becomes ill and dies within 4d6 hours. If the Turquoise Lake is somehow destroyed (or if *Tokishirazu* is disrupted) the Turquoise Giant dies.

Large Water Elementals (2): hp 68 each; *Monster Manual* 98.

Tactics: Before attacking, the nature spirit casts *shapechange* on himself. The Turquoise Giant emerges suddenly and quickly, and is likely to surprise the PCs. Any PC that makes a DC 27 Listen or Spot check notices strange movements or gurgling noises in the water and may go in the surprise round. At this point, the nature spirit prefers to fight from

a distance using offensive spells. In the meantime, his two water elemental valets swim forward to join melee combat.

The Turquoise Giant first casts *ice storm*, then uses *control water* to raise the lake's level near the diving steps. When water invades the hall's courtyard, the elementals charge the heroes on favorable ground.

Development: The elementals fight until destroyed. The Turquoise Giant fights with spells until reduced to half his hit points, at which point he transforms into a water mephit and withdraws. In this form, he retreats to area **39**, recovering lost hit points with the mephit's fast healing ability.

8. COURTYARD (EL 9)

This green courtyard is dotted with cabbage plants and flowers and populated by a myriad of white butterflies. Four twenty-foot-tall clay statues of demons, which resemble unarmed oni dressed in monk's outfits, stand menacingly along the side of the pagoda to the east.

Creatures: If the PCs walk on the steps leading up to the great pagoda (area **9**), the spirits of discord possess the demon statues and attack. The same happens if the PCs damage or defile the statues. The animated demon statues are Huge animated objects.

The staircase leads up to the great balcony above (area **23**).

Huge Animated Objects (4): hp 84 each; *Monster Manual* 14.

12. LUMBER-ROOM

The room is lined with shelves full of high-quality cleaning, mending, and painting tools. On the floor sit several crates of coal, a pile of rubber sheets, some cans of lacquer paint, and a dozen broomsticks.

Twelve permanent *unseen servants* are stationed here, charged with taking care of the palace.

13. WORKSHOP

This is an exceptionally well-equipped combined workshop for leatherworkers, carpenters, and blacksmiths.

A tiny, harmless fire elemental permanently lights the fireplace in this room. Here the PCs can find any kind of masterwork tools for the crafts mentioned above.

14. STABLES (EL 10)

These stables are tidy and clean. Hanging on the north wall are a dozen sets of saddles, harnesses, and bridles. A two-wheeled cart, built with gold-plated steel and lacquered wood lies unused near the east wall. The cart is decorated with bundles of fresh flowers.

A short stairway here leads west to the open-top outer wall that encloses the courtyard of the lower level. A DC 16 Search check reveals the Treasu re among the items on the north wall. The flowers on the cart do not rot as long as they stay in the stables. When the PCs enter, however, the spirits of discord infest the flowers in the form of vicious hellwasps.

Give the PCs a DC 15 Listen check to notice the faint buzzing from the bundles of flowers on the cart. Whoever fails the check is surprised by the sudden attack of the Creatures.

Creatures: The hellwasps form two swarms and attack until destroyed. Because of the nature of the spirits of discord, these hellwasps lose the extraplanar subtype but gain the spirit subtype.

Hellwasp swarms (2): hp 93 each; *Monster Manual* 238.

Treasure: A beautiful saddlebag on the north wall holds a fine rug worth 350 gp and a set of *horseshoes of a zephyr*.

15. KITCHEN (EL 9)

This long room is clearly a kitchen. The two angular fireplaces are burning merrily with no apparent source of fuel. A marble bench surmounted by a wooden shelf occupies most of the southern wall, where knives, forks, pans, pots, and other cook's tools are neatly arranged. A washbasin in the northeast corner is filled with clear water pumped from the lake below.

The place is perfectly clean, thanks to the hall's *unseen servants*. A stone stairway in the north wall leads up to a roof-gardened courtyard on the upper level (area **25**).

Creatures: The fireplaces are lit by Tiny fire elementals. When the PCs approach the doors to areas **16** or **17**, the spirits of discord possess the Tiny fire elementals in the fireplaces. They enlarge dramatically (to Huge size) and attack. The two fire elementals look like cooks, with fiery aprons and caps. They have the spirit subtype and fight until destroyed.

Huge Fire Elementals (2): hp 136 each; *Monster Manual* 98.

16. PANTRY

This room contains clay urns and wooden kegs of widely different size and shapes. These containers are full to the rim with rice, fruit, vegetables, honey, and other delicious food.

The containers refill magically each hour as long as they remain in this room.

17. CELLAR

A wide range of tantalizing scents pervades this room; containers of exquisite beverages line the walls.

This room is similar to area **16**, but its urns and kegs contain liquids (oil, milk, and rice wine).

18. FISHING BOOTH

A picturesque fishing booth sits on the surface of the lake, accessible via a descending ramp of wooden steps.

The booth contains top-quality fishing equipment, silk ropes, clean towels, and several paper lanterns.

19. SUBTERRANEAN LANDING

The walls of this landing are decorated with polychrome bas-reliefs depicting snake-like sea dragons. The faint sound of dripping water echoes up the stairway from below.

In this room, a pair of parallel flights of steps leads up to temple above (area

35), and a wider, single stairway leads to the cavern below (area 39).

20. FLAG ROOM

The walls in this room are decorated with eighteen individual flags belonging to the warriors of the Amata no Sei. The colorful flags are beautiful to behold and seem to magically change hue continuously.

A wooden stairway here leads down to area 4. The flags on the wall (see Treasure) are imbued with a permanent *prestidigitation* effect that makes them change hue depending on the direction of the wind.

Treasure: Each flag weighs one pound and can be sold for 100 gp.

21. COMMANDER'S OFFICE

This room looks like the office of a military commander, with a desk, a chair, two stools, and an archive, all made of beautifully etched, lacquered wood.

In the archive are several thousand sheets of rice paper records written in the forgotten native tongue of the Yayosei: a polychrome, ideographic scripture where different colors convey grammatical and syntactical meaning (understandable with a *comprehend languages* spell or a DC 25 Decipher Script check). The sheets, which vary from short chronicles of everyday life to lists of tributes and goods, record the activity of the hall as a center of trade and civilization in an otherwise primitive world for several centuries. The records end with the following passage: "The Great Stirring is coming, and together with it the time to test our magic skills for true. Water gave us birth. Void will give us eternal life."

22. COMMANDER'S LODGE

This richly furnished room contains a single bed, a cupboard, a wheeled stove made of solid silver, and a six-foot-tall armor stand. The stand is bare, with just a bow and a quiver of green-plumed arrows hanging from its frame.

This once was the room of Zarumu, who served as the guard commander of the palace. The room has more elaborate furniture, but is otherwise similar to the two guardrooms downstairs (area 4). Hanging from the otherwise empty armor stand is the Treasure.

Treasure: On the stand are a *+2 composite shortbow* (+4 Strength) and a quiver of 10 *+1 shock arrows*.

23. GREAT BALCONY (EL 7)

This balcony is paved with cherry wood planks and surrounded by a silver railing. The clay statue of a man-sized orangutan with ruby eyes sits on a dais in the northwest corner. A portal to the east leads to a roof-gardened courtyard.

The statue radiates divination magic, and is linked to Mekarumu, who can see through its ruby eyes. When the PCs traverse the balcony, Mekarumu becomes aware of the intruders and can use the statue to attack them. Mekarumu can use *see invisibility* through the statue.

The statue does not move, but shoots a fiery bolt from its eyes each round. The statue makes a single ranged touch attack (the bolts must be fired at a single target) with an attack bonus of +14. Each hit does 4d6 points of fire damage and 4d6 points of electricity damage. The statue can fire bolts in a 90 degree arc (encompassing the entire balcony), and attacks as long as the heroes do not leave the balcony or destroy the orangutan's head (hardness 6, 30 hp). The ruby eyes lose their magic properties when removed from the head, but are worth 1,000 gp each.

Ad-Hoc Experience Award: If the PCs destroy the statue's head, award them experience for a CR 7 monster.

24. PORTAL AND ROOFED WALL (EL 10)

This portal gives access to one of the inner roof-gardens (area 25). Two doors on either side lead inside the roofed wall that encloses the two upper level courtyards. The roofed wall is lined with circular slits that provide a dim illumination. Weapon racks are placed at various points inside the wall. These racks hold plenty of weapons: shortbows, arrows, studded leather armor, small shields, daggers, swords, and light maces (enough to arm three dozen men).

Creatures: Just after the PCs have passed the portal, the spirits of discord manifest as a throng of hoyen and attack the PCs. The feral ice-ogres roar in fury and charge the PCs, spilling from inside the courtyard walls and behind the buildings in area 25. Like the soap bar demons in area 6, the vicious beasts may not be banished or dispelled as long as the artifact is active. When killed, they dissolve in a cloud of blue smoke.

Hoyen (yeti) (12); hp 29 each; see page 35.

Tactics: The gaunt hoyen should be little more than a nuisance for the PCs and play out as the typical wuxia-style warm-up against goons.

25. SOUTHERN ROOF-GARDEN

The flora in this beautiful roof-garden is colorful and formidable, with large orchids and chrysanthemums popping out of the grass everywhere. A lavishly decorated double door of lacquered wood leads inside the building to the north.

This small garden can be accessed from the west portal (area 24) and from the stairs up from the kitchen (area 15). A 5-foot-wide corridor leads north to area 34.

26. STAGE ROOM (EL 10)

This large room features a central space surrounded by a gallery. An arched opening on the east wall leads further into the hall. The central space is occupied by a two-foot-high stage and by an ornate stairway that leads up to an attic. The north and west sides of the gallery are walled with sliding panels of wood and paper, decorated with stylized images of air elementals. The south and east sides feature five life-sized, wooden statues painted a dull red, representing household servants. Suspended brass lamps softly illuminate the room, while a stronger, magical light seems to shine over the central stage.

When the PCs enter this room, they see a *major image* cast by a hidden enemy.

Yakun, the third son of Mekarumu, in line with the theatrical passion of the Amata no Sei, has magically set up a play on the central stage with his *major image* spell. During the spell's effect, he sits in one of the alcoves (area **27**), and watches the room through the narrow seam between a nearly closed paper wall and a wooden pillar. From this excellent hiding place (+10 circumstance bonus on Hide checks), he waits for the right moment to attack. When the heroes see Yakun's *major image*, read the following:

The central stage of the room is well lit by a magical white glow. Out of nowhere, a group of invisible musicians plays a tune with drums and flutes. On the stage, two young women wearing sumptuous costumes but rather plain masks stand before one another. An empty suit of armor lies at their feet. The music ceases, and the women start speaking. One of them, the sorceress Bomiwa, cries for her dead lover, who has gone insane and whose dead body is represented by the suit of armor at her feet. To stop his aggression, she had to kill him with a spell. The other woman, a lady companion named Mika, tries to console her mistress, but Bomiwa turns away in anger. A brief silence follows. Then, Bomiwa turns back and removes her mask, revealing a beautiful face that bears an unfathomable glint of understanding. She points a finger at Mika and blames her for the premises that led to her lover's death. Mika denies any responsibility and tries to soothe her mistress, taking one step toward her. In reply, Bomiwa raises her hands and steps back. At this point Mika draws a dagger from her sleeve and tries to stab Bomiwa. The sorceress, however, is quicker, and disintegrates Mika with a spell. Left alone on the stage, Bomiwa kneels next to the empty armor, hides her face in her hands, and weeps.

A few seconds later, the light on the stage goes out, and everything but the empty armor disappears. Then, Yakun springs out of the alcove and attacks.

Creatures: If the heroes watched the performance intently, they are likely to recognize the actresses as the yuki-onnas they met earlier. Yakun is a handsome man, if a bit scruffy and unkempt. He looks somewhat lazy and distracted, even in the heat of battle.

YAKUN, MEKARUMU'S THIRD SON **CR 10**

Male river spirit folk fighter 2/wu jen 8
NE Medium humanoid (spirit)
Unapproachable East 14

Init +4; **Senses** low-light vision; Listen –1, Spot –1

Languages Aquan, Common, Giant, Sylvan

AC 14, touch 13, flat-footed 12

hp 45 (10 HD)

Fort +6, **Ref** +6, **Will** +5; +4 against water spells

Spd 30 ft., swim 30 ft.

Melee unarmed strike +6/+1 (1d3)

Ranged +1 *frost blowgun* +9/+4 (2 plus 1d6 cold)

Base Atk +6; **Grp** +6

Combat Gear *potion of protection from elements (fire), potion of cure moderate wounds*

Spells Prepared (CL 8th, 10th with water spells; +8 ranged touch)

4th—*ice storm*[W], *summon monster IV*

3rd—*dispel magic, major image, steam breath*[W] (DC 15)

2nd—extended *alter self, detect thoughts* (DC 14), *ice blast*[W] (DC 14), *ice knife*[W] (DC 14)

1st—*cobra's breath*[W] (DC 13), *obscuring mist*[W], *shield, silent image* (DC 13), *ventriloquism* (DC 13)

0—*detect magic, ghost sound* (DC 12), *ray of frost*[W], *prestidigitation*

W Water Spell

Spell-Like Abilities (CL 1st)

1/day—*speak with animals* (fish only)

Abilities Str 10, Dex 14, Con 12, Int 14, Wis 8, Cha 16

SQ elemental mastery (water), spell secret (extended *alter self*), taboos (cannot eat fish, cannot wear white), watchful spirit, water breathing

Feats Combat Casting, Dodge, Empower Spell, Improved Initiative, Improved Unarmed Strike, Lightning Reflexes, Skill Focus (perform)

Skills Concentration +9, Craft (alchemy) +7, Craft (calligraphy) +7, Hide +2, Knowledge (arcana) +10, Perform (acting) +12, Ride +2, Spellcraft +12, Swim +8

Possessions combat gear, +1 *frost blowgun, ring of protection +1, amulet of natural armor +1*, fine jewelry and extravagant robes worth 1,000 gp

NEW GHOST ABILITIES

The ghosts in this adventure employ new special attacks not listed in the *Monster Manual*. Their effects are as follows:

Corporeal Manifestation (Su): The ghost can manifest a corporeal form on the Material Plane. While using this manifestation, the ghost exists as a corporeal being on both the Ethereal Plane and the Material Plane simultaneously and can be affected and affect objects and creatures in both planes normally. While using this ability, the ghost retains its Strength score but loses its deflection bonus to AC and its fly speed and it may not pass through any object that exists on either plane.

Water Elemental Manifestation (Su): A ghost may not have this special attack unless it also has corporeal manifestation (see above). While using the corporeal manifestation special attack, a ghost with this special attack may transform into a Large water elemental as a free action at will. This effect functions as the *shapechange* spell (CL 17th) except that the ghost may only assume the form of a Large water elemental, may revert to its corporeal form as a free action, and retains its rejuvenation special quality. This transformation applies to the ghost's form on both the Ethereal and Material planes.

Laughter of Madness (Su): The ghost can laugh as a standard action, affecting all living creatures in a 20-foot-radius spread. Affected creatures must make a Will save or take 2d6 points of Intelligence damage and 2d6 points of Wisdom damage. The save DC is Charisma-based. This is a sonic mind-affecting effect useable once every 1d4 rounds.

Spellbook as above plus 0—all; 1st—*animate water, charm person, hypnotism, true strike*; 2nd—*fog cloud, resist energy, see invisibility, swim*; 3rd—*gaseous form, water breathing*; 4th—*wall of ice*

Water Breathing (Ex) River spirit folk breathe water as easily as they breathe air.

Tactics: As one of the last Amata no Sei, Yakun is mad, and does not surrender. If brought to zero hit points or otherwise incapacitated, he falls on his knees with an incredibly sad and hopeless expression. He transforms rapidly into an apelike, monstrous creature, and then disappears.

Treasure: The suit of armor used to represent Zarumu's body is a *+1 light fortification lamellar armor* (treat as a breastplate if you aren't using *Oriental Adventures*). Hidden under the suit of armor is a masterwork scimitar with a platinum handle worth 1,000 gp.

27. ALCOVES

The alcoves are actually portions of the stage room, delimited with sliding panels of wood and rice paper. Inside, they are furnished with a mat, a double bed, a trunk full of clean linens, a silver lamp, a half-dozen embroidered pillows, and a small copper stove on wheels. When the PCs arrive in area **26**, Yakun is hiding in the easternmost alcove (the one near area **28**).

28. DINING ROOM

Four hanging lanterns in the corner and a fireplace light this room. The walls here have magnificent silken curtains, which reflect the light in myriad tiny sparkles. A low table of wood and veined marble spans most of the room from north to south, with twenty-two stools around it.

On the table are five blue crystal bottles of water that refill each hour like the baskets in area **6**.

29. PASSAGE

This passage is lit like the dining room, but its wooden walls are covered with a large creeping plant. The plant is evergreen and dotted with rainbow-colored small flowers.

The creeping plant is inoffensive.

30. BEDROOMS

These two bedrooms, still occupied by Mekarumu's sons, are delimited by rice paper walls painted with vegetal motifs. They are otherwise furnished like the smaller alcoves.

31. CALLIGRAPHY ROOM

The wallpaper in this room is painted with colorful, complex, and beautiful glyphs. Inside are two desks with matching shelves. On the shelves rest top quality writing instruments like quill pens, ink tablets, candles, scroll cases, and stacks of rice paper.

32. LIBRARY

The walls of this room are lined with shelves. On the shelves, thousands of rice paper scrolls jut out of lacquered wood cases of widely different sizes and shapes.

The scrolls here contain thousands of documents of the Yayosei culture. The documents are written in the ancient language of the Yayosei (see area **21**). Studying the scrolls would be a matter of months, but by browsing the most recent scrolls for an hour a PC can find the answers to any question the he might have about the Adventure Background section. A precious chest on a small table also contains the Treasure.

Treasure: A gem-encrusted, gold-plated case (value 5,000 gp, weight 30 lb.) contains the spellbooks of Merarumu and his two sons.

33. EASTERN BALCONY

This roofed balcony overlooks the Turquoise Lake. The inner surface of the roof, made of wood carved with spiraling motifs, reflects magically the reddish taint of the setting sun on the water below.

A door on the west wall leads inside the hall, while two identical doors on the north and south sides give access to the roofed wall that encloses the roof-gardens (see area **24**). Another door on the south wall leads to a walkway along the lake. A PCs looking down from the north side of the balcony can make out the flooded tunnel to area **38** with a DC 25 Spot check.

If the heroes somehow escaped the Turquoise Giant's long range attacks in area **7**, he comes after them here as well.

34. NORTHERN ROOF-GARDEN (EL 12)

This portion of roof garden opens before a religious shrine with a richly decorated, wooden façade.

This garden is similar to area **25**, and lies between the main building and the

WU JEN

A wu jen is an arcane spellcaster associated with the natural world—their magic revolves around the spirits and elemental forces at play in the world around us. They are similar in many ways to wizards, and study spells from spellbooks. Rather than receiving numerous bonus feats and a familiar, a wu jen learns spell secrets and gains a few other mystical powers. The wu jen standard class is detailed in full in *Complete Arcane*.

Watchful Spirit (Ex): Once per day, a wu jen can reroll an initiative roll he has just made before he knows his place in the initiative order. He takes the better of the two rolls.

Spell Secret (Ex): At 3rd level, and every three levels thereafter, a wu jen can choose one spell he knows that then becomes permanently modified as though affected by Enlarge Spell, Extend Spell, Still Spell, or Silent Spell. The spell's level does not change, and once the spell and modification are chosen, they cannot be changed.

Elemental Mastery (Ex): A 6th level wu jen chooses one of the five wu jen elements: earth, fire, metal, water, or wood. Thereafter, whenever he casts a spell of that element, his caster level is increased by two. A wu jen gains a +2 competence bonus on saving throws against spells of this element.

Taboos (Ex): A wu jen maintains his supernatural power by abiding by certain taboos. If a wu jen violates a taboo, he cannot cast any more spells that day.

shrine of the hall. If the heroes try to reach area **35** by passing through the garden, Banon (Mekarumu's second son) comes out of the shrine fully armed. At Banon's command (a free action), the spirits of discord possess the two dwarf pines in this part of the garden and fight at his side. It takes a full-round action for the pines to uproot themselves.

Creatures: Banon looks like his brother, but is taller and more muscular. The pines use the stats for treants but have the spirit subtype and may not leave area **34**.

BANON, MEKARUMU'S SECOND SON CR 10
Male river spirit folk fighter 8/wu jen 2
CE Medium humanoid (spirit)
Unapproachable East 14
Init +5; **Senses** low-light vision; Listen +0, Spot +0
Languages Aquan, Common, Sylvan

AC 19, touch 11, flat-footed 18
hp 79 (10 HD)
Fort +9, **Ref** +3, **Will** +5; +2 against water spells

Spd 30 ft., swim 30 ft.
Melee +1 *frost battleaxe* +13/+8 (1d8+5 plus 1d6 cold)
Base Atk +9; **Grp** +11
Spells Prepared (CL 2nd; 20% spell failure; +10 ranged touch)
1st—*cobra's breath*, *magic missile* (2)
0—*ray of frost* (4)
Spell-Like Abilities (CL 1st)
1/day—*speak with animals* (fish only)

Abilities Str 15, Dex 13, Con 16, Int 12, Wis 10, Cha 8
SQ taboos (cannot use profanity), watchful spirit, water breathing
Feats Dodge, Enlarge Spell, Iron Will, Mobility, Improved Critical (battleaxe), Improved Initiative, Power Attack, Spring Attack, Weapon Focus (battleaxe), Weapon Specialization (battleaxe)
Skills Craft (calligraphy) +12, Intimidate +9, Knowledge (arcana) +4, Spellcraft +4, Swim +20
Possessions +2 *studded leather*, +2 *light steel shield*, +1 *frost battleaxe*
Spellbook as above plus 0—all; 1st—*animate water*, *obscuring mist*

Water Breathing (Ex) River spirit folk breathe water as easily as they breathe air.

Treants (2): hp 66 each; *Monster Manual* 244.

Tactics: Bannon uses his spells to compensate for his lack of ranged weapons, targeting spellcasters and other vulnerable-looking opponents.

Development: Like his brother, Banon does not surrender. Yet after three rounds of combat (or if reduced to fewer than 20 hit points) he starts to lose control of himself, becoming *confused*. If subsequently reduced to zero hit points, knocked unconscious, pinned, or struck by a mind-affecting spell, Banon screams in madness and pain, and undergoes the terrible transformation into a hoyen. When this happens, all of his equipment simply falls to the ground. The newborn hoyen disappears immediately afterward, reappearing somewhere in the Kisarimuke.

35. TEMPLE OF THE ANCESTORS (EL 10 OR 0)

The walls of this shrine are lined with lacquered wood matchboards inlaid with pure gold. Five statues of apelike humanoids dressed in fine clothes made of silk and platinum thread stand in a row along the north wall. Four of the statues are of human size, while the central one is almost ten feet tall. The statues all sit cross-legged in the same meditative position.

Two parallel flights of stairs at the central statue's sides lead down to area **19**. Banon waits for the PCs here. If they reach the shrine without passing through the garden, he tries to lure them there, where he can count on help from his animated pines. In any case, Banon will not allow the PCs downstairs without a fight to the death.

36. LORD'S BEDROOM (EL 10)

This room, accessible through a flight of stairs from the stage below, offers a commanding view of the lord's hall and the surrounding lands. Painted scrolls depicting beautiful nature scenes cover the tall windows. A mat lies over a lacquered wood dais in the northeastern corner, covered by a sumptuous canopy. A private writing desk with a lit platinum lamp sits near the south wall, separated from the rest of the room by a precious folding windscreen. The crowd of light blue and orange origami figurines that litters the floor seems completely out of place.

The windscreen consists of six silken panels, each one 2 feet wide and 5 feet tall, set in a light frame of platinum rods. The panels have been embroidered with the same pictorial theme as was engraved into the stone gateway in Okabaimura. Here, the scene is painted in brilliant colors, and hundreds of small gems are skillfully sewn in the fabric. This windscreen is the most valuable object in this room (see Treasure). The figurines on the floor are origami toy soldiers depicting two opposing armies: four-inch tall light-blue ogres versus three-inch tall orange men. A closer look at the origami reveals how masterfully the yeti and the steppesfolk have been rendered with rice paper. The origami was created by the ghost of Nasashuma, Mekarumu's wife, who haunts this place.

Creature: Nasashuma's rise as a ghost is the result of her husband's mad attempt to "save" her body from regression into hoyen form. Nasashuma looks now as she did in life: an elegant, beautiful lady, wearing a marvelous dark blue gown quilt sewn with turquoises. When the PCs enter, she appears at the desk, casting her graceful shadow on the windscreen.

NASASHUMA **CR 10**

Female spirit folk ghost aristocrat 9

NE Medium undead (spirit)

Monster Manual 116

Init +1; **Senses** darkvision 60 ft., low-light vision; Spot +12, Listen +17

Languages Common, Spirit Tongue

AC 11, touch 11, flat-footed 10

hp 58 (9 HD)

Immune undead traits

Fort +3 **Ref** +4 **Will** +10 (+2 vs. water spells)

Spd 30 ft., swim 30 ft.

Melee draining touch +7 (1d4 ability drain)

Base Atk +6; **Grp** +5

Special Atks corporeal manifestation, draining touch, manifestation, laughter of madness (DC 17)

Spell-like Abilities (CL 1st)

1/day—*speak with animals* (fish only)

Abilities Str 8, Dex 12, Con —, Int 11, Wis 14, Cha 17

SQ rejuvenation, +4 turn resistance

Feats Alertness, Iron Will, Skill Focus (Craft [Calligraphy]), Weapon Finesse

Skills Craft (calligraphy) +12, Hide +10, Knowledge (spirits) +10, Listen +17, Perform (acting) +7, Spot +12, Swim +7

Manifestation (Su) When Nasashuma manifests in an incorporeal form, her statistics change as follows:

NE Medium undead (incorporeal, spirit)

AC 14, touch 14, flat-footed 10

Spd 30 ft., fly 30 ft. (perfect), swim 30 ft.

Grp —

Abilities Str —

Skills Swim –5

Tactics: Nasahsuma laughs as long as the heroes do not close for hand-to-hand combat, then she becomes incorporeal and uses her draining touch. If the heroes flee from the room, Nasashuma pursues them restlessly.

Development: Only the destruction of *Tokishirazu* can destroy the ghost permanently. Otherwise, she reappears in this room after 2d4 days.

Treasure: The windscreen in the room weighs 10 pounds and is worth 7,500 gp. Nasashuma's gem-quilt gown also weighs 10 pounds and is worth 2,500 gp, but it remains ethereal if the ghost is destroyed while she is incorporeal.

37. SEWERS

These three 4-foot-wide circular tunnels allow the water to flow out from the underground cavern (area **39**). The passages are almost completely submerged (only one foot of air above the water level) and are blocked by three sets of silvered iron bars (hardness 12, hp 60, break DC 27). A small PC can slip between the bars with a DC 30 Escape Artist check.

38. FLOODED TUNNEL

The pool in the underground cavern under the hall (area **39**) is fed by water passing through this 10-foot-wide tunnel. The tunnel is 5 feet tall, but almost completely submerged and invisible from outside (Spot DC 20 plus 1 per 5 ft. of distance).

39. GROTTO (EL 13+)

This partly natural, fifteen-foot-tall grotto is hewn from a rich deposit of lapis lazuli. Its rough, streaked walls are dyed in various tones of gray and blue. Most of the grotto is occupied by a pool of water connected to the Turquoise Lake, with the exception of a walkway along the north and west walls. Magical water lilies float on the surface of the pool, their corollas shedding a soft light, which is reflected by the glistening ceiling above.

This grotto is where *Tokishirazu* was built (see area **40**). Mekarumu and the Turquoise Giant makes their last stand here. If the Turquoise Giant survived one or more previous encounters with the PCs, he returns to face them here.

Creatures: Mekarumu is a lean, middle-aged man with long, smooth gray hair. His most striking feature is the deep blue of his large eyes, which hint at a supernatural origin. If the Turquoise Giant is still alive, he fights at Mekarumu's side.

MEKARUMU **CR 13**

Male river spirit folk fighter 1/wu jen 5/eldritch knight 7
NE Medium humanoid (spirit)
Unapproachable East 14
Init +5; **Senses** low-light vision; Listen +0, Spot +0
Languages Aquan, Common, Giant, Sylvan

AC 14, touch 11, flat-footed 13
hp 73 (13 HD)
Fort +10, **Ref** +6, **Will** +8; +2 against water spells

Spd 30 ft., swim 30 ft.
Melee +1 *icy burst dagger* +12/+7 (1d4 plus 1d6 cold/17–20)
Base Atk +10; **Grp** +9
Combat Gear *potion of cure serious wounds, potion of protection from elements (cold),* three scrolls of *scry*, scroll of *control water*
Spells Prepared (CL 11th; +11 ranged touch)
6th—empowered *ice storm, repulsion* (DC 19)
5th—*cone of cold* (DC 18), empowered *steam breath* (DC 16), *wall of force*
4th—*ice storm, summon monster IV, wall of ice* (DC 17)
3rd—*dispel magic, displacement, haste, steam breath* (DC 16), *stinking cloud* (DC 16)
2nd—*detect thoughts* (DC 15), *ice blast* (DC 15), *ice knife* (DC 15), *resist energy, see invisibility*
1st—*animate water, cobra's breath* (DC 14), *obscuring mist, protection from good,* extended *shield*
0—*detect magic, ghost sound* (DC 13), *ray of frost, prestidigitation*
Spell-Like Abilities (CL 1st)
1/day—*speak with animals* (fish only)

Abilities Str 8, Dex 12, Con 14, Int 17, Wis 10, Cha 14
SQ spell secret (extended *shield*), taboos (cannot eat meat, cannot light a fire), watchful spirit, water breathing
Feats Craft Wondrous Item, Empower Spell, Improved Critical (dagger), Improved Initiative, Iron Will, Lightning Reflexes, Weapon Finesse
Skills Concentration +18, Craft (alchemy) +8, Craft (calligraphy) +8, Diplomacy +6, Intimidate +6, Knowledge (arcana) +8, Knowledge (architecture) +8, Knowledge (nature) +8, Perform (song) +5, Spellcraft +21
Possessions combat gear, +1 *icy burst dagger, bracers of armor* +3, fine robes and jewelry worth 2,000 gp
Spellbook as above plus 0—all; 1st—*animate rope, charm person, detect good, hold portal, silent image, true strike*; 2nd—*arcane lock, blur, fog cloud, knock, locate object, spider climb, swim*; 3rd—*gaseous form, major image, remove curse, suggestion, tongues*; 4th—*dismissal, minor creation, solid fog, water to poison*; 5th—*dominate person, major creation, teleport*; 6th—*control water, true seeing*

Water Breathing (Ex) River spirit folk breathe water as easily as they breathe air.

Tactics: If present, the Turquoise Giant has probably depleted most of his offensive spells in a previous encounter (see area 7). In this case, he *shapechanges* into a scrag (see *Monster Manual* 247) and fights the heroes in melee. The Turquoise Giant positions himself near the walkway, remaining half immersed in the water to take advantage of the scrag's regeneration ability.

Mekarumu attacks the PCs with spells from the southern end of the walkway, after casting *obscuring mist* to hide *Tokishirazu* from their sight. He also summons a fiendish dire wolf to block the walkway. If attacked in melee, he slashes with his *+3 icy burst dagger*. If killed in combat, Mekarumu turns into a hoyen before disappearing like his sons.

Development: When the heroes arrive near Amata Goten, its last occupants are unwilling to pursue them right away. If the PCs do not explore the lord's hall quickly, there is a chance that Mekarumu and his sons set out to hunt for the PCs (a 30% cumulative chance each time the PCs rest to recover spells and hit points). In this case, Mekarumu leaves the Turquoise Giant to guard *Tokishirazu*.

40. THE TIMELESS HOURGLASS

Tokishirazu was built in this part of the cave. The artifact is described in the "Amata Goten and *Tokishirazu*" sidebar. Three large, cylindrical wicker containers nearby contain spare parts and tools used centuries ago for the water clock's construction. If the PCs disrupt the artifact, Amata Goten and all the surviving Amata no Sei disappear into the Void.

CONCLUDING THE ADVENTURE

When *Tokishirazu* is disrupted or deactivated, Amata Goten is sucked into the Void. If still alive, Mekarumu screams in horror and the underground cavern starts to waver and shimmer, an unreal place about to be engulfed by nothingness. The heroes have just a few minutes to pick up spoils and equipment before darkness falls upon them and they fall into a dreamless sleep.

The dawn of the day after their arrival in Amata Goten, the heroes awaken beneath the stone colonnade, shivering with cold. At this point, everything that was not on their persons or in their hands when the Palace of Plenty disappeared is lost, whether it came from Amata Goten or not. A blizzard sweeps Okabaimura and the PCs may be in trouble if they abandoned their cold weather clothing. You might have some steppes-folk rangers save the PCs from a cold demise.

The PCs have probably learned more than they cared to know about Amata Goten and the *Tokishirazu*. Depending on the adventure hook you used, they may have a hefty reward or cold disappointment waiting for them upon their return to civilization. If they were opportunistic, however, they should be well compensated by the treasure of Amata Goten itself. The magical transformation of the Amata no Sei is over, but the hoyen remain a very real threat to the steppes-folk. Figuring out a way to deal with them may prove to be more difficult even than understanding their origin.

APPENDIX: WU JEN SPELLS

The following spells appeared most recently in *Complete Arcane*.

ANIMATE WATER

Transmutation [Water]
Level: Druid 1, wu jen 1 (water)
Components: V, S, M
Casting Time: 1 round
Range: Close (25 ft. + 5 ft./2 levels)
Target: Up to a 5-ft. cube of water
Duration: Concentration, up to 1 round/level (D)
Saving Throw: None
Spell Resistance: No
This spell imbues a Small or smaller quantity of water with mobility and a semblance of life, then causes it to immediately attack whomever or whatever you initially designate. Statistics for the animated water are as for a Small animated object with hardness 0, but with double the normal hit points that an animated object of the same size would have.

Material Component: A vial of pure spring water mixed with cinnabar oil.

COBRA'S BREATH

Transmutation
Level: Wu jen 1 (water)
Components: S, M
Casting Time: 1 standard action
Range: 10 ft.
Target: Cone-shaped burst
Duration: Instantaneous
Saving Throw: Fortitude negates
Spell Resistance: No
Your saliva changes into a virulent poison that you then spray forth in a 10-foot-cone. Creatures within the cone must make a Fortitude save or take 1d3 points of Constitution damage. The poison does not affect you, nor does it produce any secondary effects or remain potent once sprayed.

Material Component: A cobra's fang.

ICE BLAST

Evocation [Cold]
Level: Wu jen 2 (water)
Components: S, M
Casting Time: 1 standard action
Range: 30 ft.
Area: Cone-shaped burst
Duration: Instantaneous; see text
Saving Throw: Fortitude negates
Spell Resistance: Yes
When you cast this spell, you spit forth a cloud of icy crystals that extends outward in a cone. Creatures in the area are covered with a thin layer of ice that deals 1d6 points of damage per two caster levels (maximum 10d6). In addition, creatures are affected by a temporary frostbite condition, making them fatigued for 1 minute. A successful Fortitude save negates both the damage and the frostbite effect.

Material Component: A mouthful of water.

ICE KNIFE

Conjuration (Creation) [Cold]
Level: Assassin 2, wu jen 2 (water), warmage 2
Components: S, M
Casting Time: 1 standard action
Range: Long (400 ft. + 40 ft./level)
Effect: One icy missile
Duration: Instantaneous
Saving Throw: See text
Spell Resistance: Yes
A magical shard of ice blasts from your hand and speeds to its target. You must succeed on a normal ranged attack roll to hit (with a +2 bonus on the attack roll for every two caster levels). If it hits, an *ice knife* deals 1d8 points of cold damage plus 2 points of Dexterity damage (no Dexterity damage on a successful Fortitude save). Creatures that have immunity to cold damage also take no Dexterity damage automatically.

A knife that misses creates a shower of ice crystals in a 10-foot-radius burst (see Missing with a Thrown Weapon, page 158 of the *Player's Handbook*, to determine where the shard hits). The icy burst deals 1d8 points of cold damage to all creatures within the area of the effect (Reflex half).

Material Component: A drop of water or piece of ice.

STEAM BREATH

Evocation [Fire]
Level: Wu jen 3 (water)
Components: V, S, M
Casting Time: 1 round
Range: 30 ft.
Area: Cone
Duration: Instantaneous
Saving Throw: Reflex half
Spell Resistance: Yes
You expel a powerful breath of superheated steam that extends outward as a cone of scalding mist. Creatures within the cone take 1d6 points of fire damage per caster level (maximum 10d6). The steam clouds dissipate instantly after the damage is dealt.

Material Component: A glowing piece of charcoal doused with water.

SWIM

Transmutation [Water]
Level: Druid 2, sorcerer/wizard 2, wu jen 2 (water)
Components: V, S, M
Casting Time: 1 round
Range: Medium (100 ft. + 10 ft./level)
Target: One creature
Duration: 10 min./level (D)
Saving Throw: None
Spell Resistance: Yes (harmless)
This spell gives the recipient a swim speed like any aquatic creature (though not the ability to breathe water or hold one's breath beyond normal limits). So long as the creature isn't carrying more than a light load, it can swim at its normal speed without making Swim checks. It also gains a +8 competence bonus on any Swim checks to perform special actions or avoid hazards. The recipient can choose to take 10 on Swim checks, even if rushed or threatened, and can use the run action while swimming if it swims in a straight line.

If the creature is carrying more than a light load, it must make Swim checks to move, but all other benefits and bonuses of the spell still apply.

Material Component: A goldfish scale.

WATER TO POISON

Transmutation
Level: Wu jen 4 (water)
Components: V, S, M
Casting Time: 1 round
Range: Touch
Area: One ounce of water/level
Duration: Instantaneous
Saving Throw: None; see text
Spell Resistance: No
This spell transforms a volume of water into an equal volume of colorless, tasteless, ingested poison with a save DC equal to the spell's DC. When ingested, the poison deals 1 point of Constitution damage followed by 1d8 points of Constitution damage 1 minute later. A successful Fortitude save can negate each instance of damage. A single swallow (1 ounce) of poison is enough to affect a single creature; drinking more does not increase the effect.

Material Component: The fang of a poisonous snake and a bloodstone worth at least 50 gp.

Tito Leati's previous credits in DUNGEON *include "Irandel" (issue #83), "The Seventh Arm" (issue #88), "The Demonskar Legacy" (issue #104), "Fiendish Footprints" (issue #122), and "The Champion's Belt" (issue #128; part five of the Age of Worms Adventure Path).*

SCALING THE ADVENTURE

"The Palace of Plenty" is designed for a party of four 10th-level PCs, but with a little work it can be adapted for use by 8th–9th-level characters or 11th–12th-level characters. Simply adjust all NPC character levels up or down as appropriate by a number equal to that which the average party level of your group deviates from 10. Don't forget to modify the amount of treasure found in the adventure appropriately. Specific changes to the adventure include:

8th–9th-level PCs: Remove 2 hoyen from Okabaimura, and remove one ice toad from the temple. The Amata no Sei do not band together and attack the PCs as they rest. Remove 2 soap swarms from area **6**, and both water elementals from area **7**. Remove two hoyen from area **24** and both treants from area **34**. Remove Nasahsuma's laughter of madness special attack. The final fight against Mekarumu and the Turquoise Giant should prove very challenging, so you may want to remove 1 or 2 of the Turquoise Giant's higher-level spell-like abilities.

11th–12th-level PCs: Use abominable yeti stats rather than regular yeti stats for the hoyen (*Frostburn* 163). Add 2 more ice toads to the ruined temple. Make the demonic caterpillar's cocoon attack a free action instead of a standard action, and give it DR 10/— and SR 22. Increase the soap swarm's swarm damage to 2d6 bludgeoning and 4d6 acid. Replace the water elementals in area **7** with greater water elementals, and the fire elementals in area **15** with elder fire elementals. Add 2 more hellwasp swarms to area **14**, and give Mekarumu 2 greater earth elemental servants for the final battle.

Joachim '03

AGE OF WORMS
THE SPIRE OF LONG SHADOWS

Since the beginning of history, humanity has measured time in Ages. Ages of Glory and Ages of Dreams have risen and fallen, each with its heroes and sorrows. Now, one prophesied age is rapidly approaching—an age of darkness, of decay, and of writhing doom. Thousands of years ago a mortal learned of this unborn age, and knew it was his destiny to rule it. Now he exists as dark thoughts of rot and deceit, his name spoken only in whispers by people ever fearful of his spreading influence. Kyuss, once mortal, stands poised to destroy an unknowing world. If unopposed, he shall usher in the Age of Worms.

"The Spire of Long Shadows" is a DUNGEONS & DRAGONS adventure designed for four 13th-level characters. It is also the seventh installment of the Age of Worms Adventure Path, a complete campaign consisting of 12 adventures, several "Backdrop" articles to help Dungeon Masters run the series, and a handful of poster maps of key locations. Your PCs should advance to 14th level at some point during this adventure, and will likely have enough experience to obtain 15th level by its conclusion. For additional aid in running this campaign, check out *DRAGON*'s monthly "Wormfood" articles, a series that provides additional material to help players survive this campaign. Early in this adventure, the PCs meet with the archmage Manzorian, who can provide them with access to strange and powerful magic to aid in their coming trials against Kyuss and his minions. Issue #339 of *DRAGON* presents a magical pool owned by Manzorian that can give the PCs just the

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edge they need to survive what awaits them in the Spire of Long Shadows.

Of course, you can also run "The Spire of Long Shadows" as a stand-alone adventure, or even as part of a campaign of your own design.

Adventure Background

Two thousand years ago, a man named Kyuss walked the earth as a mortal. Exiled from the wicked ancient empire of Sulm, Kyuss and his followers fled south to a vast jungle where they founded the city of Kuluth-Mar, a metropolis of monoliths and vine-snared idols to alien gods. Kyuss drove his people onward with tyranny and wrath, and preached of a coming apocalypse that would spare only those who followed his teachings. He spoke of an Age of Worms, and of prophecies engraved on vast metal plates that foretold this time of ruin. He led his people to Kuluth-Mar in search of these plates, for he believed that the architects of the prophecy lived nearby. Upon their arrival, his beguiled followers scoured the darkened jungle for these prophecies until they unearthed them.

The plates did more than confirm Kyuss' apocalyptic premonitions. They galvanized his followers to a new level of fanaticism. Yet while his people clamored for his blessings, Kyuss grew obsessed with the plates, and with the strange, six-armed figures depicted so prominently on some of them. The plates showed these creatures as absolute masters of arcane magic, and Kyuss saw distinct parallels with his own research into the mysteries of death. It didn't take long for Kyuss to discover the truth—these creatures still lived in the nearby jungle, where they toiled at great works of magic unparalleled by any other race. These were the spell weavers.

As Kyuss was preparing an expedition to a spell weaver enclave, he received a fateful visit. A spell weaver lich, a sinister creature steeped in necromantic lore, came to the city of Kuluth-Mar bearing a gift from a distant reality—a gift that would open the door to Kyuss' immortality. Resting in a jeweled, golden box was a single tiny green worm.

The lich spent long hours counseling Kyuss. At the lich's urging, Kyuss' reign grew ever more brutal. A tide of blood and woe surged throughout his domain as Kyuss did what he could to fulfill the tragic requirements of the prophecy. Many items of power were broken upon the altars of Kuluth-Mar. Items of holy might and unholy corruption were brought to curry favor with Nerull, the god of death. Kyuss' ability to create undead grew a thousand times more potent with the addition of the worm into his creations, for now his minions could themselves beget undead spawn, all of them beholden to the will of Kyuss.

Kyuss constructed a massive citadel to serve as the seat of his power. This was the Spire of Long Shadows, and at its peak he installed a massive monolith that would serve as a focus and a receptacle for the terror, fear, and adulation of his followers. His tyranny came to an end in a final bloody rite, wherein Kyuss bound the souls of all of his living followers into this dark monolith in an attempt to fuel his ascension into divinity. What Kyuss did not intend, however, was to wait an age and more for his time of dominion. For when Kyuss stepped out of the mortal realm, he found himself trapped within the monolith, a prisoner of his own power.

Kyuss' tale continued elsewhere, after an ancient dragon named Dragotha claimed the strange monolith as his own and carried it (and the imprisoned godling within) off to his lair far to the north. But the Spire of Long Shadows and the ruined city that surrounds it remain, a lingering testimony to pride and cruelty. More importantly the Spire represents a store of knowledge more valuable than any treasure to those who would seek to prevent the ancient prophecies from coming true.

Adventure Synopsis

Seeking answers to the riddle of the Age of Worms, the PCs come to the quiet coastal village of Magepoint to consult with the archmage Manzorian who dwells within a nearby island fortress. As they wait for the archmage to return from another endeavor, they'll have a chance to take some downtime. This might include recruiting a new cohort, crafting some magic items, or simply relaxing with friends. Soon, Manzorian returns from his extraplanar journey and the group can finally avail themselves of his lore.

Once they enter Manzorian's Fortress of Unknown Depths, the party gets a glimpse of true arcane power, as the Fortress is the seat of the mighty archmage's strength. After relating their tale to Manzorian, the group is sent to a distant southern jungle on the trail of Balakarde, a wizard and former companion of Manzorian. The archmage has a fragment of Balakarde's journal that suggests that a human named Kyuss lived in the area ages ago in a grim edifice known as the Spire of Long Shadows. Manzorian urges the group to investigate the seat of Kyuss' ancient power and to learn what they can of the coming apocalypse.

The rest of the adventure takes place in the southern jungles, among the ruins of Kyuss' ancient city. The adventurers fight their way through legions of Kyuss' undead followers as well as the horrid green worms that seem tied to both Kyuss' divine power and the coming Age of Worms. The adventurers learn much of the history of Kyuss as they explore these ruins, and by the end of the adventure have some sense of the horrors that lay in store for them and their world.

Adventure Hooks

If you're playing "The Spire of Long Shadows" as part of the Age of Worms Adventure Path, the PCs are asked by their old friend Allustan to bring what they know of the conspiracy involving the Ebon Triad and the spawn of Kyuss north to Manzorian, Allustan's old master. Allustan himself remains behind in Diamond Lake to spearhead the rebuilding of those parts of village that were destroyed by the dragon's attack during the previous adventure.

You can also use this adventure in a completely different campaign at a point where your PCs have uncovered the nature of their primary enemy but need to find out more about him. In this case, their research indicates that

Manzorian has information they need. In the end, the key information they're looking for should exist as an ancient book hidden somewhere below the Spire of Long Shadows.

If you're running "The Spire of Long Shadows" as a stand-alone adventure, Manzorian instead becomes the hook. He contacts the PCs with a request—he wants to learn more about the secrets hidden in the ruins of Kuluth-Mar, and sends the PCs there to explore and investigate.

Prelude: Danger on the Road (EL 14)

At the end of "A Gathering of Winds" the PCs made an important discovery—a segment of the fabled *Rod of Seven Parts*. While this single fragment isn't particularly overpowering, it remains a potent magnet for trouble. As long as the PCs retain possession of the *Rod of Seven Parts* fragment, they'll be hounded by others who want the artifact for their own. Some of these others, like Manzorian, may try to purchase the fragment from them. Others aren't so friendly.

Creatures: However the characters decide to travel to Magepoint, an unpleasant surprise waits for them on the road ahead. The fragments of the *Rod of Seven Parts* never enter the world alone—they tend to be recovered quickly. The PCs aren't the only ones who have recently claimed a portion of the *Rod*. A powerful pit fiend named Visciannix recently came into the possession of the sixth fragment, and even as the PCs claimed the seventh from Icosiol's tomb, his agents were winging their way across the multiverse to do the same, guided to its location by the sixth.

By the time they reach the region, the PCs are already on their way to Magepoint, and Visciannix's agents decide to ambush them for the *Rod*. The exact nature of the ambush depends on the route the PCs take to Magepoint and the method of their travel. If the PCs plan on using *greater teleport* to travel to Magepoint, the ambush should take place shortly before they do so. The devils themselves use a *crystal ball* back in their lair (located somewhere quite distant from the Cairn Hills) to locate the PCs, and then use *greater teleport* to launch their attack.

Six devils in total ambush the characters, two barbed devils and four bone devils. The two barbed devils (Imaxian and Lyrisilak) hate each another but are forced to work together at Visciannix's command. Each commands a pair of bone devils, and their need to outdo the other is almost as driving a force behind this ambush as their pit fiend lord's orders.

Imaxian and Lyrisilak, barbed devils: hp 126 each; *Monster Manual* 51.

Bone Devils (4): hp 95 each; *Monster Manual* 52.

Tactics: The bone devils start the encounter under the effects of *fly* and *invisibility*. Once they teleport in, they start the combat by using *dimensional anchor* on as many of the PCs as they can to prevent them from escaping with the *Rod*. They follow up by using *walls of ice* to separate and isolate the PCs, and then swoop in to use their fear auras and melee attacks.

The two barbed devils ready actions to hit the group with an *order's wrath* and an *unholy blight* as soon as the bone devils use *dimensional anchor*. The next round, they reverse their spells, followed by *scorching ray* against spellcasters and *hold person* against fighter types. As the combat progresses, the devils demand the PCs hand over the *Rod* again and again.

As long as either of the barbed devils live, the bone devils do not retreat. If both barbed devils are slain, the bone devils retreat if brought below 20 hit points. The barbed devils retreat if brought below 10 hit points. All devils retreat if they manage to secure the *Rod* fragment the PCs carry.

Development: The loss of the segment of the *Rod of Seven Parts* doesn't mean that the characters are doomed to failure in the Age of Worms campaign. Far from it—the fragment represents only one possible tool the PCs can use to defeat Kyuss in "Dawn of a New Age" (the final Age of Worms adventure). If the PCs wish to try to reclaim the stolen artifact, you can use another short adventure from DUNGEON that features devils or cultists (such as issue #111's "Strike on the Rabid Dawn") to stand in for a short side-trek in which the PCs attempt to reclaim the stolen artifact before the devils have a chance to ship the *Rod* off to Visciannix.

The pit fiend Visciannix has no further role to play in the Age of Worms, unless you wish to use him as a personalized recurring villain. His interest in the *Rod* fragment never wanes. Constant skirmishes against his servants (should the PCs choose to keep the *Rod* fragment) provide a means for you to work additional encounters into almost any of the subsequent Age of Worms adventures. These encounters make an excellent way to provide opportunities for groups that fall behind in experience points because of character death and resurrection. They also allow you to introduce more tension and urgency into an adventure should the characters find the challenges a little too easy. If the characters are having an easy time in a future dungeon, their lives will get a lot more interesting when devils start teleporting in and attacking them while another fight is already in progress!

PART ONE: MAGEPOINT

Gentle hills and full green trees cradle the southern reaches of the coastal village of Magepoint. Wide streets, plentiful greenery, and pleasant wooden buildings speak of peace and ease, yet the community buzzes with activity. Clearly the village prospers. North of the village lie the dark blue waters of the Lake of Unknown Depths, and rising from a rocky island about half a mile out is a pale blue castle surrounding a tower capped with a vast faceted dome that glitters like a blue jewel. A twenty-foot-wide stone causeway runs from the village shore all the way out to this castle.

A community shaped and defined by the presence of an archmage, the village of Magepoint offers myriad portals to adventures of surprising breadth and difficulty, a result of the many visitors seeking Manzorian's advice on a range of problems. Magepoint has grown considerably in recent years, its growth spurred by a combination of untapped economic potential, readily available land, and the

safety that comes from living within the shadow of Manzorian's power.

After all but one of his clones were destroyed by a treacherous ally several years ago, the archmage's return to Magepoint has ushered in a time of prosperity for the village. Now the village seems caught between its small, pastoral roots and its growing importance to the outside world. Should things continue as they have for the past few seasons, Magepoint might soon gather enough power and wealth that nearby kingdoms would be tempted to struggle over such a prize. So far, the individual might of Manzorian and his followers has kept even the most aggressive rulers from looking too closely at the peaceful community. Tension continues to rise in and around the village of Magepoint, even as it retains the slow and easy feel of its agricultural roots. Should you wish to introduce a side adventure or draw the PCs further into the events of your campaign world, Magepoint serves as an excellent home base for the players as they grow in power and offers many opportunities for the characters to build contacts with the mighty.

Magepoint is an adventurer's haven. Many retired explorers and adventurers call the peaceful community home, and as a result the average level of its inhabitants is unusually high for a settlement of its size. Magepoint houses many small shops well equipped to meet the needs of the adventurers, diplomats, spies, and couriers who stream in and out of the community with surprising frequency. Because of its attraction to a wide variety of those seeking adventure and information, Magepoint is also an excellent place for characters to find a cohort or hireling, gather information and rumors, and learn of the goings on in the wider world. A large temple-library houses a massive collection of tomes covering arcane knowledge, religion, history, and other topics. Scholars travel from all over the world to study there.

Note that Archmage Manzorian is a tremendously powerful character—in fact, he's one of the most powerful NPCs the characters are likely to encounter during the Age of Worms, and he's certainly the most powerful NPC sympathetic to their cause. Handle him with care. You don't want the PCs to come to depend on him too much, but his presence shouldn't be downplayed.

Magepoint (village): Magical; AL LG; Population 530; 15,000 gp limit*; Assets 397,500 gp; Mixed (80% human, 5% half-elf, 5% elf, 4% gnome, 3% halfling, 3% other).

Authority Figures: **Archmage Manzorian** (LG male human wizard 16/archmage 5); **Celeste** (CG female ghaele eladrin bard 4); **Cymria of Celadon** (CG female elf fighter 1/wizard 5/eldritch knight 7); **Agath of Thrunch** (NG male human cleric 19).

*Magepoint's gp limit is much higher than normal for a settlement of this size. This is due primarily to the fact that there are a lot of high-level NPCs in town, and as a result potent magic is more readily available for purchase here than normal. In addition, given a few days' advance notice, most of the shopkeeps here can special order more expensive wares from the nearby Free City. In this manner, items worth as much as 100,000 gp can be purchased. As always, you should feel free to limit the exact type of items available as you see fit for your campaign.

Waiting For Manzorian

Of the many things that makes Magepoint interesting to adventurers of the PCs' stature, the dozen or more influential individuals that make infrequent visits to Magepoint to exchange ideas and news certainly rank as one of the most important. These government officials, powerful spellcasters, priests, and noted warriors use Magepoint as a safe and out-of-the-way place to exchange ideas with their peers. The protective presence of the archmage means that they can travel light, bringing their problems and adventure leads to Magepoint on a frequent basis. More often than not the problems are of a magnitude likely to interest adventurers of levels 10 and up, as these subtle power brokers deal only in situations of significant import and usually require adventurers gifted with discretion as well as combat prowess.

When the PCs first arrive in Magepoint, Manzorian is not present—he's finishing off important business on another plane. Anyone in town can tell the PCs this—they can also tell them the archmage is expecting their visit and has left word that they are to wait in town for his return. They'll be directed to Magepoint's only inn, a cozy and comfortable establishment called the All-Seeing Eye. The PCs won't need to pay for their stay—Manzorian has seen to their needs and has arranged both room and board at the All-Seeing Eye for them.

The amount of time the PCs need to wait for Manzorian is not set in stone. If they wish to craft magic items or learn spells, they'll have time to do so. Likewise, they'll have plenty of time to explore the town, meet the locals, and perhaps even recruit a cohort.

Inn: The All-Seeing Eye

Equipped to cater to the nuanced tastes of powerful visitors from all over the world, the All-Seeing Eye rivals the finest inns and eating houses of the Free City. The sprawling three-story building houses a collection of well-appointed rooms, a grand ball room, two skilled chefs, and many other minor comforts expected by the rich and powerful.

Celeste (CG female ghaele eladrin bard 4), the enigmatic woman the PCs last met in the Free City just before the Champion's Games, awaits their arrival at the All-Seeing Eye. When the PCs arrive at the inn, she greets them with a smile and leads them into a small meeting room behind the bar, where the PCs may be shocked to see the sage **Eligos** (LN male human fighter 2/wizard 7/loremaster 1); whom they discovered had been murdered at the end of "The Champion's Belt." Also present is a tall, thin elf woman with a lean, almost wolfish look. This is **Cymria** (CG female elf fighter 1/wizard 5/eldritch knight 7), one of Manzorian's most trusted confidantes. Cymria has been Manzorian's eyes and ears in the village of Magepoint for years, serving the dual purpose of silently backing the village's leaders with Manzorian's might and screening those who wish an audience with the archmage.

Agath

Celeste readily apologizes to the characters for her absence from the Free City after Eligos was murdered. Cymria, through Celeste and Eligos, already knows much of the PCs' quest and is eager to talk with them. She asks for details concerning what the PCs have learned so far of the Age of Worms, and once she's satisfied she tells them she'll contact them the instant Manzorian returns from his business on Arcadia.

Eligos is quiet during this meeting, but greets the PCs with something akin to relief as they enter. Having been returned to life by Agath of Thrunch, Eligos has completly recovered from the attack in the Free City that saw him slain. He has little to say at this point, and tells the PCs that if they can wait until the audience with Manzorian, all will be made clear.

Until Manzorian's return, Celeste tells the PCs that they've got free run of Magepoint and that their room and board here at the All-Seeing Eye has been taken care of. She warns the PCs not to approach Manzorian's fortress, as the place is protected by powerful magical wards while the wizard is away.

Many of the patrons of the All-Seeing Eye take gaming seriously, and a wide variety of games are played throughout the inn. However, two games, Dragonchess and Three Dragon Ante, garner the most attention. Skilled players of these two games have the ability to create connections and contacts with many of the powerful visitors to the community.

Dragonchess: Many scholars and intellectuals view dragonchess as the game of choice for those who regard themselves as serious thinkers. Several skilled players visit the All-Seeing Eye frequently, and there is usually at least one prominent game played each evening.

Three Dragon Ante: Many customers enjoy betting their silvers over a game of Three Dragon Ante, and players can always find a low-stakes game or three at various tables in the inn.

Magepoint's Library-Temple

The most important place of worship in Magepoint is this library-temple dedicated to several neutral-minded deities. Its acting caretaker is **Agath of Thrunch** (NG male human cleric 19), an expert on the nighttime sky who recently came to Magepoint to compare notes with the scholar-priests of the temple. Agath has long been an ally of both Manzorian and Celeste, and he returned the sage Eligos to life at Celeste's request. Despite his strong bonds of friendship to Celeste and Manzorian, Agath remains cool toward the player characters. He sells his spellcasting services at the normal prices described in the *Player's Handbook*. A dozen priest-librarians assist Agath, with visiting priests and scholars often swelling the number beyond twenty or more.

The temple-library houses more than 10,000 volumes of arcane and historical lore, granting a +6 bonus on Knowledge (arcana), Knowledge (religion), Knowledge (history), and Knowledge (the planes) checks made within it. A week's pass to peruse the library's volumes costs only 100 gp. The temple's cenobites waive this fee for those they consider true scholars (and who can impress them with a DC 30 Knowledge check of any type), but double or even triple it for adventurers seeking a quick answer to some dangerous question.

Magic in Magepoint

Manzorian's Fortress of Unknown Depths (and to a lesser extent Magepoint itself) sits atop a mysterious wellspring of arcane power. The origins of this power are known only to a few, but many reap its benefits. This power is concentrated in the fortress, and even Manzorian himself has not yet mastered its full potential. Even so, arcane spellcasters flock to Magepoint to investigate or exploit this power.

All arcane spells cast within 1,000 yards of the Fortress of Unknown Depths can potentially make use of this power. To tap into this power a spellcaster must take extra time casting the spell, according to the following chart.

Normal Casting Time	Adjusted Casting Time
1 swift action (or less)	1 standard action
1 standard action	1 round
1 round	1 minute
1 minute	10 minutes

For spells with a casting time of multiple minutes, simply multiply the normal casting time by 10.

The spellcaster must also succeed at a Spellcraft check against a DC equal to 15 + the spell's level. If this check is attempted and failed, the spell is cast normally (but retains its extra-long casting time). If the check is successful, the spellcaster can apply the effects of one of the following metamagic feats: Empower Spell, Enlarge Spell, or Extend Spell. Doing so does not increase the spell's effective caster level.

This benefit affects only spells cast by an intelligent creature. It does not affect spells cast from items, including wands and scrolls, nor does it affect spell-like or supernatural abilities. These energies have no effect on magic item creation.

Intrigue in Magepoint

You can develop the following NPCs as you see fit to provide cohorts, competition, enemies, or anything in between for your PCs. None of these NPCs have a larger role to play in the campaign; they exist only as inspiration for your campaign or as adventure hooks for side quests you may wish to run.

Drace Krennit (NE male human fighter 11): Drace is a jealous garrison commander who resents that everyone looks to the archmage as the village's true protector. He was once a good man but has now fallen in with a group of spies sent by Iuz (or a similar despotic ruler from your campaign). Drace feeds them information about Magepoint and the Free City, but he's not yet committed any real betrayal of the region. He knows that he's doing something he shouldn't and is falling further and further into corruption.

Cannorial El'atherian (CG male elf ranger 8): Having traveled from the courts of Celene, Cannorial hopes to find adventurers capable of dealing with a green dragon that has recently been lurking in the depths of a nearby woodland.

Kelloran Blint (CN male human expert 8): An ambitious trader who wants to open more trade routes leading through Magepoint, Blint wants to gain the benefits of Manzorian's powerful presence as a deterrent to outside attack and blatant aggression from rivals, and at the same time plans to aggressively exploit the archmage's hands-off approach to the community by ignoring many trading laws.

Bronnok Holdstone (LG male dwarf fighter 7): A wanderer from the Duchy of Urnst, Bronnok knows the location of an ancient fortress known as Hellspike Prison, and believes that a group of powerful devils has taken up residence therein. He seeks a group of adventurers to aid him in clearing Hellspike of its fiendish occupants.

Audience with Manzorian

After the PCs have had a chance to rest and reequip for a few days, Manzorian returns from his travels to Arcadia and offers to meet with them. Cymria contacts the characters and lets them know

that Manzorian will see them in the late afternoon of the following day, cautioning them to be respectful of the archmage and his fortress. The fortress itself can be reached by a half-mile-long stone causeway; Cymria warns against approaching the fortress by flight (since hundreds of trained bloodhawks flock to defend the place from flying intruders) or by teleportation (since all *teleport* spells cast within 1,200 feet of the fortress are immediately redirected to a *dimensionally locked* prison cell deep below the fortress if the caster fails a DC 30 caster level check). Cymria herself accompanies the PCs, as do Celeste and Eligos (since Manzorian has requested their presence as well).

A polite guard greets the players at the entrance to the fortress, quickly ushering them through the courtyard and into the beautiful central tower. Although far from ostentatious, the fortress and its keep speak subtly of great wealth and power. As the characters move through the fortress, currents of arcane power ripple through the air and even the fortress itself, a reminder that they enter the lair of an archmage. The guard politely gestures for the characters to proceed into Manzorian's study, quietly taking up a position a few feet down the hall from the entrance.

This long, airy chamber has a high ceiling and generous adornments. A deep blue carpet covers much of the floor. The walls are thoroughly covered by a wide range of paintings, each depicting a different exotic locale or dangerous region. The paintings are rendered with extraordinary skill, and seem almost like windows looking out on remote locations around the world. Several overstuffed chairs sit throughout the room, and at the far end looms a massive antique wooden desk, its surface a tangle of scrolls, books, statuettes, stone tablets, quills, vials of ink, and an expensive dragonchess set, its pieces arrayed in mid-game.

Manzorian waits for the PCs at his desk. A sixty-year-old man, Manzorian remains in good health but is not muscular. His hair is streaked with gray, and he has a prominent aquiline nose. His blue robes bear the sign of a thin scimitar, as this is a part of his coat of arms. Manzorian cares little for grand fanfare and meets guests in his study whenever possible. Observant PCs who have spent time with Allustan and have an interest in dragonchess may recognize the arrangement of the pieces on his board—this game in progress was against Allustan and has yet to finish, as the two wizards had a falling out several years ago and haven't spoken since. Waiting with Manzorian is a stern middle-aged human dressed in a black robe covered with stars. This is Manzorian's ally Agath, who is present to observe and to help evaluate the PCs.

Manzorian is a busy man. He has a great many individuals vying for his attention and normally does not grant an audience to unknown adventurers, but Allustan's message and Celeste's endorsement have convinced him to hear the PCs out. He listens intently, his expression darkening as the PCs' tale draws to a close. As they finish, Manzorian asks to look over any clues, documents, or other items the PCs may have collected over the course of the campaign that are related to the Age of Worms. He takes a few moments to examine them before he asks what it is the characters seek from him.

Manzorian knows a fair amount about the Age of Worms and Kyuss. You should roleplay the conversation between him and the PCs, making sure to convey the following information to them at some point during the discussion. It's best if this information is provided as the result of questions asked by the PCs, but if they don't ask, Manzorian tells them, at the very least, about Balakarde's trip to Kuluth-Mar.

The Age of Worms: "The Age of Worms is foretold in a prophecy that speaks of a coming apocalypse, an age of death and writhing doom. Normally such rumors should be dismissed—doomsday prophecies are typically the product of nothing more sinister than madness. This prophecy is different. It can be traced back, through various incarnations in books, tablets, and carvings on walls, for over two thousand years. It does not change in content during this time—it has not evolved through clumsy attempts of fanatics desperate to reword its predictions to support their agendas.

"This alone would be enough for it to merit further study. But even more interesting is the fact that in the last few years several of its predictions have actually come true. In one prophecy, it predicts the 'ruin by fire of a city built in a bowl in the spire's shadow.' Just last year, far to the south, the city of Cauldron—built in the caldera of a dormant volcano only a few miles from Kyuss' one-time home, the Spire of Long Shadows—was nearly destroyed by a volcanic eruption. Other prophecies speak of the recrudescence of the worm-eaten dead, the recovery of potent artifacts from ancient tombs, the destructive manifestation of an immense demonic tree in a distant city across the sea, the arrival of a 'Fane of Scales' amid a storm of wind and fire, and the cleansing of an evil taint from a city besieged in the past by giants.

"These events have all come to pass, and quite recently. In fact, there are only two prophecies remaining to be fulfilled. The first of these mentions the reunification of a tripartite spirit—I assume this is a nod to the goals of the Ebon Triad. The second remaining prophecy reads: 'And on the eve of the Age of Worms, a hero of the pit shall use his fame to gift a city to the dead.' I believe this last line may have been speaking of Loris Raknian (certainly a hero from the gladiator's pit) and his recent attempt to sacrifice thousands at the end of the Champion's Games. Yes, I've heard of this, and I know you played a role in its prevention. It remains to be seen if your actions actually made a difference or not, but it would be foolhardy to assume that those who are trying to fulfill the prophecies will abate their efforts."

DM's Note: Here, Manzorian is misinterpreting the prophecies. The mention of a "tripartite spirit" does not refer to the Ebon Aspect's overgod, but to the fractured ghost that the PCs will encounter in "Into the Wormcrawl Fissure" (a future Age of Worms adventure). As for the second prophecy—while Raknian's attempt to sacrifice thousands during the Champion's Games certainly could have fulfilled this prophecy, its actual subject is the possible ruin and destruction of the city of Alhaster, which is detailed in

the climactic adventure in this campaign, "Dawn of a New Age."

The Ebon Triad: "The Ebon Triad seems to be involved, at least on some level, with most of the events associated with these prophecies. Their involvement merits further investigation, although I believe that they may in fact themselves be little more than agents for a larger power—perhaps Kyuss himself. Certainly, their goal of unifying Hextor, Erythnul, and Vecna into one overgod seems ridiculous, although as far as the Age of Worms prophecies about this tripartite spirit are concerned, it seems that the actual manifestation of an Overgod is not what is being predicted as much as it is predicting the heretical beliefs of the cultists themselves."

Kyuss: "Kyuss is an enigma—what we know of him is sparse. We know that he was once a mortal, a powerful priest who ascended to godhood. He ruled a city named Kuluth-Mar far to the south, and was famed for the creation of undead. A former companion of mine, a wizard named Balakarde, made an extensive study of Kyuss and his ways. You might even say he was obsessed with Kyuss."

Balakarde: "When Balakarde learned Kuluth-Mar was the likely location of Kyuss' divine apotheosis, he could barely restrain himself. I cautioned him against going to investigate the ruins. One does not simply teleport into an unknown region without doing some research. Yet Balakarde wouldn't listen. He left immediately, returning two weeks later with a wild look in his eye. He wouldn't say much of what he'd found there, and before he moved on he asked me to hold on to some of his notes. He promised to return later and tell me more, but that time was short and he had to head north to follow a new lead. He vanished without a trace not long thereafter. I intended to try to track him down, but unfortunately, other events conspired to take my attention away. I suspect he is dead now. Or worse."

Kuluth-Mar: "The notes Balakarde left with me are unfortunately rather sparse. They confirm that Kuluth-Mar is located in the Amedio Jungle, far to the south, and estimate that Kyuss ruled the city more than two thousand years ago from a fortress called the Spire of Long Shadows. Balakarde believed that this spire was the site of Kyuss' ascension to godhood. Kyuss built a ziggurat to serve as the foundation of the Spire of Long Shadows. Balakarde writes how the ziggurat was a powerful magical focus for the ritual that propelled him to divinity. Much of Kyuss' might has since left the city of Kuluth-Mar, but powerful undead servants and lingering touches of Kyuss' own miasma make the ziggurat a fell and dangerous place. Balakarde visited the ruined city several times, but never penetrated the spire itself. I never found the journal pages that described his earlier visits."

Artifacts: "The Age of Worms prophecy predicts that several major magical artifacts shall surface in the months before the end. It does not indicate that these artifacts have a role to play in the realization of the Age of Worms itself, only that their appearance marks that the time is near. I know of several that have surfaced of late; the *Black Blade of Aknar Ratalla*, the *Tome of the Black Heart*, the *Obsidian Eye*, the *Dread Forge*, the *Bindings of Erivatius*, and now, as I'm sure you're aware, a fragment of the *Rod of Seven Parts*. I'm sure that more are to come."

Manzorian's Offer

When the PCs have asked all the questions they wish, Manzorian has an offer for them. He points out that the recovery of the *Rod of Seven Parts* fragment has likely placed the party in even more danger than before. Worse, if the fragment falls into the wrong hands at this critical point, the results could be disastrous. To aid the PCs, he offers to take the *Rod* fragment off their hands and store it in his vault. If asked, he readily admits that owning a fragment of the *Rod* appeals to him greatly—he won't hide the fact that greed is part of the reason for asking for the fragment.

In return for the *Rod*, he offers each of the PCs their choice of a number of powerful magic items from his personal stores, personalized for each PC. Each of these magic items has more powerful effects than the *Rod* fragment (which, in fact, does little more than allow the casting of *heal* once per day—a standard magic item that does this would only cost a little more than 25,000 gp). The *Rod* fragment's true value is in its potential. Nevertheless, if the PCs wish to keep possession of the *Rod* fragment, Manzorian respects their wishes (albeit with a little disappointment). PCs who choose to keep the *Rod* fragment may find additional options open for them at the end of the Adventure Path, but those who instead opt for the personalized magic items should find that *getting* to the end of the Age of Worms Adventure Path is a bit easier. In the end, either choice works—allow the PCs as a group to make their decision.

Manzorian has an astounding array of magic items available to choose from. You can handle this in one of two ways. The simplest way is to simply let each PC choose a single magic item worth no more than 40,000 gp from the *Dungeon Master's Guide*. A more interesting way is to look at your party and concoct a list of special magic items, either ones you've harvested from other D&D books or ones you've invented on your own. Keep the rough value of each item as close to 40,000 gp as you can, and make sure to pick items that your particular group of PCs would like. As a bonus, Manzorian offers to cast *polymorph any object* on the magic items once the PCs have chosen; this lets the character personalize the appearance of his choice however he sees fit.

PART TWO: IN THE SPIRE'S SHADOW

The PCs have learned as much as they can about Kyuss and the Age of Worms by reading and study—all that remains now is for them to follow in Balakarde's footsteps and travel to Kuluth-Mar to learn for themselves how Kyuss came to be. Manzorian points out that the best way to know an enemy is to know what made him—and what better place to learn of Kyuss' history than an expedition to the site of his divine apotheosis? While the PCs explore the ancient city, Manzorian intends to lead Agath, Eligos, and Celeste in a session of intense research on the Ebon Triad, Kyuss, and the cause of Balakarde's disappearance. The findings from this research combined with what the PCs can discover in Kuluth-Mar will show them what steps to take next.

If the PCs ask for Manzorian's help, the archmage states flatly that it wouldn't be wise for him to lend a hand. He's made some powerful enemies in his life, and were he to actively join in on the search for the truth behind the Age of Worms, these enemies would likely be moved to join the opposition. Best, for now, to maintain as much secrecy as possible.

When the PCs are ready to go, Manzorian directs their attention to the numerous paintings on the walls—to one in particular. These paintings are of significant locations of historical import throughout the world, and each is imbued with divination magic to aid in teleportation. A character who concentrates on a painting can then use magic like *greater teleport* to travel to the approximate vicinity of the location depicted, even if he hasn't been to the location in question. Kuluth-Mar is approximately 1,800 miles south-southwest of Manzorian's Fortress, so it'll take a *teleport* spell cast by an 18th-level caster or a *greater teleport* to reach the ruined city. If none of the PCs have access to such magic but can use scrolls (with Use Magic Device or via access to the Magic domain, for example) Manzorian provides the PCs with two scrolls of *greater teleport*—one to reach Kuluth-Mar and one to return. If no one can utilize scrolls, Manzorian (exasperatedly) volunteers to cast *teleportation circle* to send the PCs to the ruined city. Of course, with this option, the PCs will need to arrange for their own return to the north, possibly by visiting the nearby city of Cauldron to secure transport.

Of course, Manzorian understands if the PCs want to hold off on traveling to Kuluth-Mar immediately. He tells them that the painting of the city is available to them whenever they are ready, but warns them not to take too long in their preparations. The Age of Worms won't wait.

Kuluth-Mar

The air is thick with heat, moisture, and the cacophonous din of the jungle. Chirping birts, cries of hunting predators, and the incessant whir of insects combine to create an exotic song. The plants of the jungle press in, a wall of color and plantlife interrupted only by a twenty-foot gap in the undergrowth that looks out over an immense, bowl-shaped valley.

In this valley sits a ruined city. The buildings are in most cases little more than crumbling foundations overgrown with vines. In places, small copses of exotic trees have reclaimed the ruins, while elsewhere, some buildings still stand. The city's streets are visible only as faint lines where the undergrowth hasn't grown as thick. Yet as incredible the spectacle of this forgotten city is, it is dwarfed by what dominates its center.

Here, a giant ring of black rock circles the heart of the city, runes graven upon its surface. Within this ring rises an ancient stone ziggurat. Two openings into chambers within beckon on opposite sides of its base. Atop the ziggurat rises an unbelievable sight, a towering spire of stone shaped almost like a stylized tree or cactus. Arms project from the sides of the stone spire in mocking defiance of gravity, either a feat of divine engineering or the product of powerful magic. The apex of the spire is missing. Whatever rested at this forgotten peak is long gone.

The ruined city of Kuluth-Mar sits deep in the ancient Ameido Jungle. It was here that Kyuss gathered much of the power he needed for his ascension to godhood. The heart of the city still holds his corruption and houses secrets long lost to the rest of the world. These secrets have slumbered for centuries, a quiet blight upon the soul of the world. Now they stir, writhing and crawling their way out of the ground, harkening to the call of the prophecy that names the death of a world—whispers that announce the coming Age of Worms.

Kuluth-Mar housed more than thirty thousand inhabitants in its prime. The city lies in ruins now, all but a few of its central buildings shattered beyond habitation or repair. Vine-tangled cobbles line the streets and jungle plants wreathe ruined foundations. Although mostly empty, some wild animals have found a nook or crevice within the ruins, and a few large predators hunt the area, mostly skirting the city's edge and retreating to the jungle if threatened. Rarer still are the intelligent monsters that occasionally foray into the city for some fell purpose, seeking the ancient might that slumbers there. None cross into the center of the city.

In the city's heart, Kyuss' great ziggurat still stands, its power and mastery over the region dormant, but never fully extinguished. Atop the ziggurat stands the Spire of Long Shadows itself. It was from here that Kyuss ruled. The spire, along with the ziggurat upon which it rests, has been fenced in, for even the soil is corrupt. A great *obsidian ring*, its entire surface engraved with ancient runes of power, encircles the spire, holding within it the taint of Kyuss.

Kyuss

Visions of the Past

Over two thousand years later, the city of Kuluth-Mar and the Spire of Long Shadows still reel from the mighty energies involved in Kyuss' ascension from mortal to deity. Those who wander the area occasionally catch glimpses out of time, visions of the events culminating in Kyuss' grand triumph. As the characters explore the ruins of the ancient city and make their way through the chambers below the spire, they experience several such visions. Usually, these visions are triggered when a PC takes a particular action in a specific area, often keyed to the destruction of one of the ancient surviving guardians of the Spire. Each of these visions grants the PCs an insight into the nature of their enemy, and in some cases can provide clues on how to defeat him. Each time a vision is successfully activated, award the PCs experience as indicated—this models their discovery as a tangible award for uncovering such obscure bits of forgotten history.

A vision, once triggered, is experienced by all of the PCs. Time may seem to pass during the vision, yet in fact no time passes at all as the scene unfolds. Characters who fail to make a Knowledge check to interpret part of a vision may attempt to do so at a later date by researching the vision in a library or by consulting a sage, although in this case

the DC for success increases by 5 since the PC must operate from memory.

Vision 1: King Kyuss

Activation: Entering the ruins of Kuluth-Mar.

The ruins of Kuluth-Mar seem to be suffused with a strange taint that hovers just beyond the edges of reality. Like an oily stain spreading over a pool, a vision wavers in the air. Within the tainted energy is a man seated on a great throne made of green stone. He wears ornate plate armor, and a black circlet rests on his brow. Both the circlet and armor are adorned with silver symbols—an overlapping skull and scythe. The vision expands, widening its scope to reveal that the throne is located at the apex of the large ziggurat and in the shadow of the spire. The spire itself gleams with flashes of white light, and at its peak is balanced a fifteen-foot-tall black stone monolith shaped like a trapezoid. Around the ziggurat spreads a thriving city, its streets paved in white stone, its buildings painted and whole. Thousands of figures have gathered in the large open plaza that surrounds the ziggurat, all facing the figure seated at its center. Their cries are a rhythmic chant, surging like waves on the monolith's shore. As these cries rise in volume, threatening to shake the jungle apart, the vision fades and is replaced by the ruined city of today.

Knowledge (dungeoneering) DC 30: The man's armor matches that of the ancient Flan peoples, who once ruled the northern continent.

Knowledge (religion) DC 15: The man's holy symbol is an archaic symbol of Nerull.

Listen DC 20: The word chanted over and over by the crowd is "Kyuss."

XP: Award experience for witnessing this vision as if the PCs had defeated a CR 13 creature.

Exploring the Ruins

When the PCs arrive in Kuluth-Mar via teleportation, they appear in a section of jungle not far from the center of the ruined city. The map of Kuluth-Mar shows this central region, but does not encompass the entirety of the ruins. Yet even though this adventure focuses primarily on encounters within the center of the city and under the Spire of Long Shadows, the PCs could very well decide to explore the outer reaches of the ruins. Perhaps they'll do so to look for a safe place to camp for the night. Maybe they hope to find more clues about the nature of the Age of Worms (they won't, but that won't stop some groups from trying). Or perhaps they simply enjoy exploring lost cities.

In this case, feel free to spice up the exploration of Kuluth-Mar with some additional encounters. Listed here are a few sample encounters and mini-adventures the PCs can take part in during these explorations. Remember that all of the creatures that dwell in the outer ruins avoid the center of the city—likewise, the dangers of the core itself are contained by the *obsidian ring* that surrounds it.

North Quarter: Ballaxxus is a beholder that sees himself as the self-styled ruler of Kuluth-Mar. In truth, his influence encompasses only the northern quadrant of the ruins, and he has yet to test his rule beyond these borders. Ballaxxus has long held sway over a group of trolls. His elite troll scouts constantly scour the ruins for magical trinkets to bring back for their insane master to examine. PCs who explore the northern ruins are likely to encounter patrols of 1d4 troll hunters on just such a scavenger hunt. Ballaxxus has 24 charmed trolls in all, with four of them at his side at all times.

West Quarter: The west quarter of Kuluth-Mar was, until recently, fairly wild. The aftermath of recent events in the nearby city of Cauldron has resulted in a new arrival to the region—a kelubar demodand named Boshliwur who became stranded on the Material Plane when a portal to Carceri briefly opened in the skies above and he fled to this area to escape persecution. Boshliwur has spent the year since his arrival fortifying his lair in a partially collapsed dungeon below a ruined arena, and often explores the ruins above via *clairaudience/clairvoyance*, in search of new prey. He knows about Ballaxxus, and would like to destroy the beholder so he could have a chance to claim his small army of trolls as his own, but hasn't figured out a safe way to realize this plan yet.

South Quarter: Much of the southern expanse of Kuluth-Mar has flooded and transformed into a swamp. Water levels aren't that deep (rarely more than 5 feet) with clusters of collapsed, overgrown buildings constituting soggy islands. None have claimed lordship of this section of the ruins, and its watery reaches are home to all manner of wild beasts and monsters like giant crocodiles, manticores, hydras, and swamp-dwelling purple worms.

East Quarter: The primary inhabitants of the east quarter comprise a sizable tribe of yuan-ti led by a cabal of yuan-ti warlocks and evil druids. Their holdings are based close to the swampy southern quarter, with the jungle terrain to the north serving as a buffer between their numbers and the trolls who serve Ballaxxus.

The Obsidian Ring

A 5-foot-thick, 30-foot-high wall of obsidian rings the heart of Kuluth-Mar. On closer inspection, it becomes apparent that this ring was made from a single giant block of obsidian. An artifact of great power, the ring is featureless except for eldritch symbols that cover the upper rim, each of which glows as if lit from within by molten rock. The runes on the ring's surface are written in Draconic, and repeat a single phrase across its surface, "Kyuss forever bound." The ring can be touched or flown over without incident by any creature except a minion of Kyuss (including Kyuss worms, wormswarms, undead creatures, or living creatures corrupted by the Wormgod). Minions of Kyuss are instantly destroyed when they touch or pass over the artifact. Living creatures who are infested with Kyuss worms (including slow worms from "Encounter at Blackwall Keep") are instantly cured of the infestation when they touch or pass over the ring. A character with levels in the wormhunter prestige class (*Dragon* #338) feels uneasy when he passes over the barrier, but he is not otherwise affected. With the exception of the spell weaver lich Mak'ar (see area **13**), the ring does not block teleportation as a means of escape,

and while over the years some of the creatures kept within have managed to escape by these means, most lack this ability and have been forced to dwell here for nearly 2,000 years, patiently waiting the Age of Worms to deliver them to freedom.

As Kyuss ascended to godhood, he became trapped in the monolith atop the Spire of Long Shadows that served as the receptacle for his apotheosis. At the same time, his favored followers achieved immortality as they were transformed into his undead minions. For many years, these undead minions were a true blight on the land as they sought ways to release their new god from the Spire of Long Shadows. Before they could realize their goal, a powerful tribe of wild elves allied with a host of ghaele eladrins against them. Those undead who survived were forced to retreat into the Ziggurat of Kyuss, where they took shelter. Unable to destroy the remaining undead, the elves and eladrins wove powerful magic to contain them, sacrificing themselves in the process. The result was the *obsidian ring*. The artifact can only be destroyed by a similar mass sacrifice by a host of eladrins and elves, by the advent of the Age of Worms, or by the severing the Spire's remaining connection to Kyuss (see area **13**)—until then, the most ancient of Kyuss' minions remain imprisoned within.

The *obsidian ring* encloses one large structure, the Ziggurat of Kyuss upon which rests the ruined Spire of Long Shadows. The ring also encompasses a large parade ground where Kyuss used to address his minions, both living and undead. The parade ground was once flanked by two long pavilions bearing symbols and imagery sacred to Kyuss' lord, Nerull. It was Nerull who granted Kyuss passage from the mortal to the divine, and Kyuss remained loyal to the lord of undeath for all of his mortal life.

The area within the ring is tainted beyond recall by the magic that Kyuss wielded to become a god. The presence is so great that tiny Kyuss worms, intent on devouring flesh and spreading the taint of undeath, writhe through the soil within the ring. Every handful of soil taken from the ground holds at least a few of these worms. While the worms are too slow moving to threaten most living creatures, any creature that is unable to move for any reason (or that sleeps on the open ground) must contend with the horrid worms crawling onto them and burrowing through their flesh.

Should a character become incapable of avoiding these worms, he risks infestation. Each worm is a Fine vermin with AC 10 and 1 hit point. It can be killed by normal damage or by the touch of silver. After one minute of contact with tainted ground, the worm burrows into its host. The worm deals 1 point of damage each round for 1d4+1 rounds. At the end of that period it reaches the brain. Once it reaches the brain it deals 1d2 points of Intelligence damage per round until either the worm is killed or the host dies (death occurs at 0 Intelligence). While in a host, a worm can be killed by either a *remove disease* or *remove curse* spell. A Small, Medium, or Large humanoid slain in this manner rises as a sword of Kyuss (see appendix) 1d6 rounds later. Any other creature merely disintegrates into rot.

DM's Note: Use your discretion on whether or not a character risks exposure to the worms in this manner. In general, mobile living creatures all should be able to avoid the worms simply by walking, but they should realize that rest here means death and that corruption fills the very ground on which they walk.

The Ziggurat of Kyuss (EL 14)

The Spire of Long Shadows was once the seat of Kyuss' mortal power. Its power has waned, but not vanished, and its broken halls will be reborn should the Age of Worms come to pass. The Spire rises indomitably from the peak of the great temple, a ziggurat in the city center. The temple rises almost 100 feet into the air at its central point, rising in steps like the ziggurats found in other parts of the Amedio Jungle. The spire itself rises another 120 feet above the temple's roof. As creatures approach the ziggurat, allow them a DC 25 Spot check. Success indicates that the PC catches a faint, shimmering glimpse of something dark at the peak of the Spire—this is a magical echo of the monolith that once contained Kyuss' physical body. Characters who wish to scale the Spire of Long Shadows can do so with a DC 20 Climb check. Characters who approach within 30 feet of the Spire's missing peak trigger Vision #2.

Kyuss' throne once sat in an open archway at the base of the Spire, but now nothing remains here but rubble. Two entrances into the ziggurat's interior can be found at ground level, one to the east and one to the west. Yet before the PCs can approach these entrances, they must contend with the ziggurat's guardians.

Creatures: The external guardian of the Ziggurat is Nezzarin, one of a group of four mortals who were close at hand during Kyuss' ascension into divinity. Witnessing this horrific event transformed them into unique undead creatures known today as the Knights of Kyuss. Nezzarin guards the entrances to the Ziggurat and the broken Spire of Long Shadows, keeping an unholy vigil for the return of his lord. If Nezzarin notices the PCs approaching the temple, he alerts the two eviscerator beetles who dwell within the upper enclosure at the base of the Spire, and the three undead immediately move to engage the PCs. This fight could take place at either entrance to the Ziggurat of Kyuss, or even in the grounds within the *obsidian ring*, depending on how fast the characters move to enter the temple.

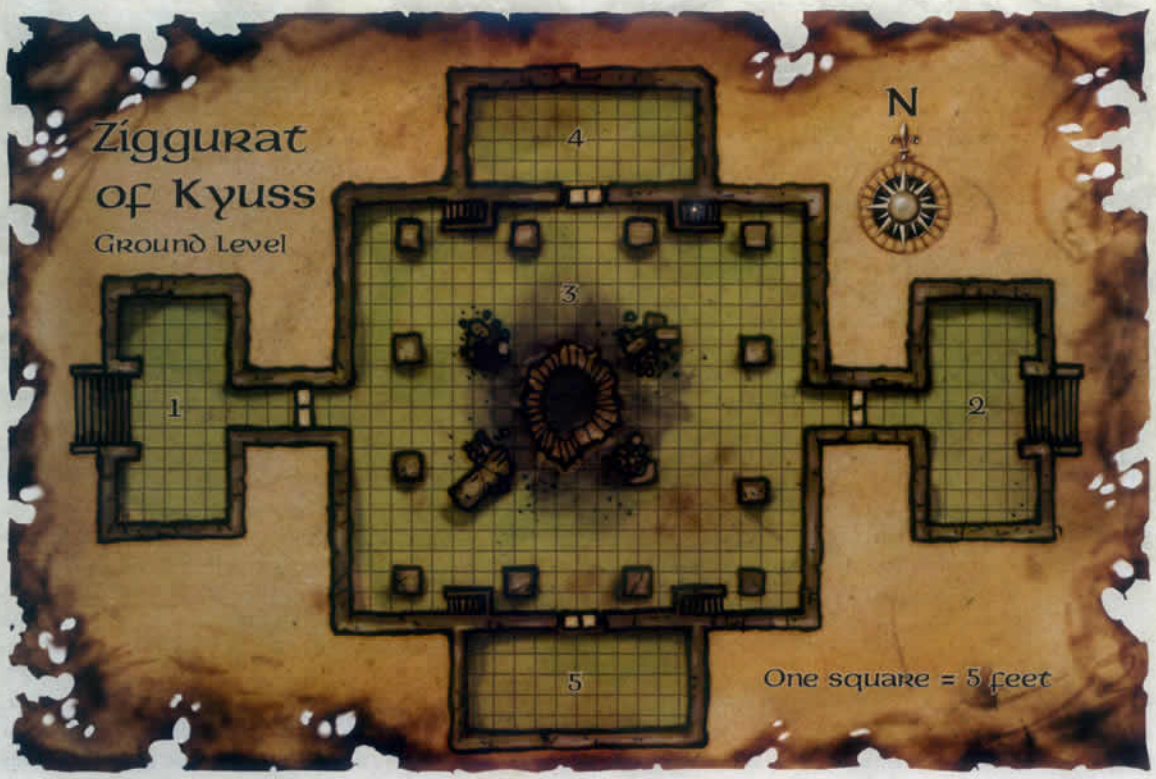
Nezzarin, Kyuss Knight: hp 184; *true seeing*; +20 on Listen, Spot, and Initiative checks; see Appendix.

Eviscerator Beetles (2): hp 117; see Appendix.

Tactics: Knowing that he lacks a powerful ranged attack, Nezzarin prefers to confront the PCs in a location that favors melee tactics. He may attack them once they've entered areas **1** or **2**, or he might wait to attack the PCs once they reach the top of the ziggurat. Nezzarin and the eviscerator beetles close with the characters, focusing their attacks on a single target if possible.

Vision 2: The Sundering

Activation: Approaching within 30 feet of the top of the Spire of Long Shadows.



The strange dark stain in the air wavers and then grows solid. The peak of the Spire of Long Shadows is restored, and affixed to this peak is a fifteen-foot-tall, three-foot-thick trapezoid-shaped pinnacle of black rock, ten feet wide at the base and five at the peak. The monolith of stone shimmers and vibrates with waves of energy, and something strange and horrible writhes inside its nearly opaque interior. Suddenly, a brilliant red wall of scales fills the view, and there's a terrible sound of crumbling stone. In an instant, an enormous red dragon is winging away to the north. The spire's peak is in ruins, and clutched in the dragon's talons is the monolith. The vision fades, and the dragon and its prize are gone.

Knowledge (arcana) DC 44: The dragon was an ancient red dragon.

Knowledge (history) or bardic knowledge DC 30: The dragon in the vision was none other than Dragotha.

Spot DC 25: The shapes writhing inside the monolith seemed to be made of worms—worms arranged in the shape of an enraged face.

XP: Award experience for witnessing this vision as if the PCs had defeated a CR 13 creature.

PART THREE: THE WORM'S TRUTH

The chambers within and below the Ziggurat of Kyuss are where the true secrets of the Wormgod's genesis lie hidden. There are two obvious entrances into these chambers, one at the eastern base of the ziggurat and one at the western base. Four hidden entrances exist as well; these are stairwells that wind down from the upper temple. The entrances to these stairwells in the upper temple are hidden by secret doors that can be located with a DC 25 Search check. They lead directly to area 3.

The chambers themselves are ancient but exceptionally well-made; even after the passage of two thousand years, they remain sound and safe. The walls of the place are of reinforced masonry in areas 1–5, and of hewn stone for areas 6–13 (with the exception of area 11, which is of unworked stone). Doors are made of stone and are carved to represent a writhing wall of worms and grinning skulls.

Beneath the ziggurat, a small system of natural caves and carefully wrought chambers houses powerful minions of Kyuss along with lore crucial to understanding the Age of Worms prophecy. When Kyuss ruled as a mortal, a few of his most powerful and trusted minions, along with the priest himself, used these chambers to conduct foul experiments with unlife and explore secret rituals not to be trusted to lesser followers. The way down into these chambers was once a grand but secret stairway, concealed by the altar that Kyuss himself had dedicated to Nerull, his patron while he was a mortal priest. During the rite of Kyuss' ascension, however, both the altar and the secret stairway that it concealed were consumed in a great release of necrotic energy. This explosion of power left a gaping hole where the altar to Nerull once stood, a hole that reaches all the way down to the secret level below.

1. Western Entrance

The walls of this chamber are carved to depict an army of armored soldiers engaged in the ruin and destruction of a city of helpless men, women, and children. Buildings burn, blood washes the streets, and dark thunderclouds boil in the skies above. Above them all, directing the army, is an enormous figure dressed in plate mail. His face is cold and cruel, but also quite handsome. He wields an exotic pole-arm that combines the features of a pick, an axe, and a mace.

This chamber represented Kyuss' mastery over life. Before the city of Kuluth-Mar was sacrificed, Kyuss' living worshipers approached the central chamber via this route.

2. Eastern Entrance

The walls of this chamber are carved to depict an army of undead soldiers engaged in the ruin and destruction of a city of helpless men, women, and children. Buildings burn, blood washes the streets, and dark thunderclouds boil in the skies above. Above them all, directing the army, is an enormous figure dressed in a tattered dark gray robe. His visage is only remotely humanoid, a seething mass of worms in the mocking shape of a face, with vast, cavernous sockets for eyes.

This chamber represented Kyuss' mastery over death. Before the city of Kuluth-Mar was sacrificed, those minions who were transformed into undead servants in the Chamber of Ascension left the temple via this route.

3. The Chamber of Ascension (EL 14)

This once-grand chamber suffers from long neglect. The dark green stone floor of the temple lies broken in the center, giving way to a gaping pit. Writhing tendrils of sickening green vapor slither up from this pit only to break apart and fade before seeping much further into the room. Great pillars line the outside of the vast chamber, but those near the center of the room lie broken—blasted outward by whatever force caused the hole in the center of the room. Immense stone double doors stand in the center of each wall.

The main hall fills most of the ziggurat. The massive columns of stone that line the grand entrance support the 30-foot-high ceiling. It was in this chamber that Kyuss moved from mortal to divine, given power by foul ritual and the cruel will of Nerull. In the center of this chamber, where in ancient times Kyuss held court and performed vile magics, lies the spot of Kyuss' ascension. Broken pillars surround the spot, circling a gaping hole where once a grand stairwell descended into the lower levels of Kyuss' temple. Characters approaching the hole can sense its foul power, a lingering vestige of Kyuss' ascension. Good or neutral living creatures approaching within 30 feet of the hole feel this palpable evil and suffer a –2 penalty to all attacks, saving throws, and skill checks until they leave the area. This is an enchantment (compulsion) mind-affecting effect.

The hole itself is impressively deep—a noxious pit of rancid vapor that descends for 500 feet into area **6** below. The shaft's diameter recedes from nearly 30 feet wide at the top to only 8 feet wide as it exits through the ceiling of area **6**. The length of this shaft is pocked by dozens of 10-foot-wide cave openings—these openings lead to a complex labyrinth of 10-foot-wide tunnels that wind in a tangled maze through the surrounding stone. Characters can explore these tunnels and have a chance of finding some treasure once they deal with the creatures that dwell inside.

If the PCs make too much noise here, they'll attract the attention of the guardians who dwell in areas **4** and **5**. These guardians do not emerge to confront the PCs unless they are commanded to do so by Nezzarin, but do take the time to prepare for combat.

Creatures: A total of twelve worm nagas dwell in the tunnels surrounding the shaft, although at any one time the PCs should face no more than three. When the PCs descend through the pit into area **6**, they'll meet their first three worm nagas as the aberrations attack them from within their tunnels. Venturing into these tunnels brings a 50% chance of encountering 1d3 worm nagas with every 10 minutes of exploration.

These nagas, living creatures subject to hunger and the other needs of the living, would have died out long ago if Kyuss' power did not pervade the entire area. Subsisting off of the endless supply of Kyuss worms that seemingly need no sustenance yet swarm and multiply within the confines of the ring, the nagas face a near-endless life of slow insanity under the constant force of Kyuss' divine will.

Worm Nagas (12, encountered in groups of 1d3): hp 126; see Appendix.

Tactics: The worm nagas attack from the entrances to their tunnels as the PCs navigate the shaft. The shaft is never so wide that a PC on the same level of a naga is out of range of its gaze attack. The nagas use *enervation*, *ray of exhaustion*, *blindness/deafness*, and *scorching ray* against PCs, or *dispel magic* if they use *fly* spells or similar methods of navigating the shaft.

If encountered in the naga tunnels, a single worm naga confronts the PCs while any others hang back behind it and cast supporting spells on the one in melee, utilizing ranged spells as they get the chance.

Treasure: Every 10 minutes the PCs spend exploring these tangled, twisted caverns, one of their number can make a DC 25 Survival check. The DC drops by 2 every additional 10 minutes spent exploring the caves, so that after an hour of stumbling around in the tunnels, it's finally a DC 10 check for success. Success indicates that they navigate the tunnels efficiently and reach the 15-foot-diameter cavern where the worm nagas store their treasure, which consists of 2,450 gp, 180 pp, a gold armband that looks like a coiled centipede worth 800 gp, a leather choker studded with rubies worth 1,200 gp, a masterwork heavy flail, a *+1 adamantine chain shirt*, a *wand of barkskin* (42 charges), and *gloves of arrow snaring*.

4. Halls of Corruption (EL 15)

The green walls of this room seem to writhe and glow with an unhealthy light. Scattered around the room are instruments of torture—rusted and pitted iron hooks, ancient blades, and other tools of horrid intent.

The walls of this chamber are panes of glass that enclose thousands upon thousands of Kyuss worms in a 2-inch-wide gap between the glass and the actual stone walls beyond. As long as the worms remain in this trough, they are harmless.

Creatures: As Kyuss rose in power and grew in malevolence, many champions of good tried to end his reign. One of the last was a headstrong ghaele eladrin named Kelvos. He came to Kuluth-Mar a few months before Kyuss became a god, intent on stopping the necromancer from realizing his unholy goal. Kelvos brought with him two sword archons, powerful winged warriors from Heaven who could transform their arms into flaming holy longswords. Although the three good outsiders slew many of his followers, Kyuss eventually captured them, broke their spirits, and corrupted them with his worms. For the past two thousand years, the three have been bound here, eternal guardians of the Wormgod's temple.

The glass walls that surround this room contain two wormswarms in all.

Kelvos the Wormtouched **CR 13**

Male corrupted ghaele eladrin

NE Medium outsider (chaotic, eladrin, extraplanar, good)

Init +5; **Senses** darkvision 60 ft.; low-light vision Listen +16, Spot +16

Aura protective aura (20 ft.)

Languages: Celestial, Infernal, and Draconic; *tongues*

AC 33, touch 11, flat-footed 32

hp 65 (10 HD); **DR** 10/cold iron and good

Immune electricity, petrification

Resist cold 10, fire 10; **SR** 28

Fort +9, Ref +8, Will +10

Spd 35 ft. (50 ft. base), fly 150 ft. (perfect)

Melee *+4 unholy greatsword* +21/+16 (2d6+14/19–20)

Base Atk +10; **Grp** +17

Atk Options Combat Expertise, Improved Disarm, Improved Trip

Special Atk gaze weapon

Cleric Spells Prepared (CL 14th, 15th for evil spells)

7th—*blasphemy*[E] (DC 20), *mass cure serious wounds*, *destruction*[D] (DC 20)

6th—*greater dispel magic*, *harm* (DC 19), *heal*, *slay living*[D] (DC 18, prepared as a 5th-level spell, no metamagic)

5th—*slay living*[D] (DC 18), *flame strike* (DC 18), *righteous might*, *true seeing*

4th—*cure critical wounds*, *death ward*, *divine power*, *restoration*, *unholy blight*[DE] (DC 17)

3rd—*cure serious wounds*, *magic circle vs. good*[DE], *protection from energy*, *slashing darkness* (3, see page 89)

2nd—*cure moderate wounds*, *bull's strength*, *bear's endurance*, *death knell*[DE] (DC 15), *lesser restoration*, *remove paralysis*, *silence* (DC 15)

1st—*cure light wounds* (2), *divine favor*, *obscuring mist*, *protection from good*[D], *sanctuary* (DC 14), *shield of faith*

0—*cure minor wounds*, *detect magic* (2), *guidance*, *light*, *resistance*

D Domain spell; **Domains** Death, Evil; **E** Evil spell

Spell-Like Abilities (CL 12th)
At will—*aid*, *charm monster* (DC 17), *color spray* (DC 14), *comprehend languages*, *continual flame*, *cure light wounds*, *dancing lights*, *detect evil*, *detect thoughts* (DC 15), *disguise self*, *dispel magic*, *hold monster* (DC 18), *greater invisibility* (self only), *major image* (DC 16), *see invisibility*, *greater teleport* (self plus 50 pounds of objects only)
1/day—*chain lightning* (DC 19), *prismatic spray* (DC 20), *wall of force*

Abilities Str 25, Dex 12, Con 15, Int 16, Wis 17, Cha 16
SQ corrupted
Feats Combat Expertise, Improved Disarm, Improved Initiative, Improved Trip
Skills Concentration +15, Diplomacy +5, Escape Artist +14, Handle Animal +16, Hide +14, Knowledge (arcana) +16, Knowledge (religion) +16, Listen +16, Move Silently +14, Ride +16, Sense Motive +16, Spot +16, Use Rope +1 (+3 with bindings)
Possessions +3 *breastplate*, +4 *unholy greatsword*

Corrupted (Su) Kelvos has been corrupted by evil. He retains his good subtype (and does not gain the evil subtype), but many of his abilities have changed focus, as indicated in this stat block. He has lost his alternate form ability completely.
Gaze (Su) Slay good creatures of 5 or less HD, range 60 feet, Will DC 18 negates. Even if the save succeeds, the creature is affected as though by a *fear* spell for 2d10 rounds. Nongood creatures and good creatures with more than 5 HD must succeed on a DC 18 Will save or suffer the fear effect. The save DCs are Charisma-based.
Protective Aura (Su) Against attacks made or effects created by good creatures, this ability provides a +4 deflection bonus to AC and a +4 resistance bonus on saving throws to anyone within 20 feet. Otherwise, it functions as a *magic circle against good* effect and a *lesser globe of invulnerability*, both with a radius of 20 feet (caster level 14th). The defensive benefits from the circle are not included in his statblock.
Tongues (Su) All eladrins can speak with any creature that has a language, as though using a *tongues* spell (caster level 14th). This ability is always active.

ANGEL OF THE WORM (2) **CR 11**
Male corrupted sword archon
NE Large outsider (archon, extraplanar, good, lawful)
Init +7; **Senses** darkvision 60 ft., low-light vision; Listen +2, Spot +2
Aura menace (20 ft.)
Languages Celestial and Infernal

AC 26, touch 12, flat-footed 23
hp 71 (11 HD); **DR** 10/good
Immune electricity, petrification
SR 26
Fort +9 (+13 vs. poison), **Ref** +10, **Will** +9

Spd 40 ft., fly 90 ft. (good)
Melee 2 armblades +20 (1d8+9/19–20 plus 1d6 fire plus 2d6 unholy)
Space 10 ft.; **Reach** 10 ft.
Base Atk +11; **Grp** +22
Atk Options Cleave, Flyby Attack, Power Attack
Special Attack discorporating dive
Spell-Like Abilities (CL 11th)
At will—*aid*, *continual flame*, *divination*, *locate creature*, *locate object*, *message*
3/day—*commune*, *dispel chaos* (DC 18), *mark of justice*, *wages of sin* (DC 19)
1/day—*touch of adamantine* (DC 19)
Wages of sin and *touch of adamantine* are new spells detailed in *Book of Exalted Deeds*. If you don't use this book in your campaign, replace *wages of sin* with *mass suggestion* and *touch of adamantine* with *blade barrier*.

Abilities Str 25, Dex 17, Con 14, Int 12, Wis 14, Cha 17
SQ magic circle against good, outsider traits, teleport, tongues
Feats Cleave, Flyby Attack, Improved Initiative, Power Attack
Skills Balance +14, Concentration +13, Decipher Script +12, Diplomacy +17, Disguise +14, Gather Information +15, Hide +12, Knowledge (religion) +12, Knowledge (the planes) +12, Search +12, Sense Motive +14

Armblades (Su) As a free action, the corrupted sword archon can mold its arms into unholy sword blades. The corrupted archon wields the blades like longswords and they gain the properties of a +2 *unholy flaming longsword*.
Aura of Menace (Su) Any hostile creature within 20 feet of a sword archon must make a DC 20 Will save or take a –2 penalty on attacks, AC, and saving throws for 24 hours or until they successfully hit the archon. A creature that resists or escapes this effect cannot be affected again for 24 hours. The save DC is Charisma-based, and includes a +2 racial bonus.
Corrupted (Su) These sword archons have been corrupted by evil. They retain the good subtype (and do not gain the evil subtype), but many of their abilities have changed focus, as indicated in this stat block. Creatures killed by a corrupted sword archon's discorporating dive can be brought back to life normally (unlike those killed by uncorrupted sword archons).
Discorporating Dive (Su) Three times per day, a sword archon can attempt to destroy a living enemy through a powerful dive attack, literally flying through its opponent. Resolve a flying charge attack as normal. If the attack fails to inflict damage, the discorporating dive attack is wasted. If damaged, the target must make a DC 17 Fortitude saving throw or be slain instantly. Those who make the save simply suffer damage from the attack as normal. The save DC is Constitution-based.
Magic Circle against Good (Su) A *magic circle against good* effect always surrounds an archon (caster level 11th). The defensive benefits from the magic circle are not included in the stat block above.
Tongues (Su) All archons can speak with any creature that has a language, as though using a *tongues* spell (caster level 14th). This ability is always active.

Kyuss Wormswarm (2): hp 102; see Appendix.

Tactics: In the first few rounds of the fight, the sword archons try to maneuver enemies next to a glass wall so they can break the wall and release the trapped wormswarms. Once a wall is broken, a wormswarm appears in any square adjacent to the broken wall, swarming over one or more foes as it appears if possible. If any good-aligned divine spellcasters are present, the corrupted celestials attempt to destroy them first.

Vision 3: The Gift

Activation: Defeat the corrupted eladrin and archons in area 4.

The ruins of the room waver and fade, replaced by a well-equipped torture chamber. Wailing victims strapped to horrific devices hang in the background from chains. In the foreground stand two figures. One is a handsome man dressed in flowing robes. Facing him is a strange, six-armed creature that looks as much insect as it does humanoid. The insect creature's eyes are hollow sockets containing a pinpoint of light deep within. Its flesh is rotting and festering, and the green robes it wears are old and moth-eaten. The creature wields a long green crystal rod in one hand, a cruel hooked rod in another. In two other hands it holds a jeweled gold box that it presents to the man, who takes it and sets it upon a table. He opens it and, using a pair of iron tongs, withdraws a writhing green worm. The man's expression changes to one of exaltation as he looks upon the worm... and then the vision fades.

Automatic: The man in the vision is the same man from Vision 1.

Knowledge (religion) DC 20: The worm is a Kyuss worm.

Knowledge (nature) DC 20: The six-armed creature is an undead spell weaver.

XP: Award experience for witnessing this vision as if the PCs had defeated a CR 14 creature.

5. Halls of Knowledge (EL 14)

This long chamber obviously served as a library, as dozens of bookshelves line the walls and stand back-to-back amid the chamber. In addition to the surprisingly well-preserved tomes, twelve clear jars sit on various shelves, each filled with a thin gray liquid and containing a single writhing green worm.

This grand hall holds much of the ancient knowledge that Kyuss gathered during his mortal reign. Kyuss collected a vast store of powerful magical lore, but remained forever paranoid that it would be turned against him. As he rose in power, he perfected a magical process that stored the most vital knowledge in the flesh of his beloved worms. Consuming one of these worms gave the imbiber instant understanding of the knowledge contained within the worm, but also gave the worm a good chance to corrupt the imbiber, thus binding him to Kyuss and preventing the knowledge thief from using the lore against him.

The chamber now stores a number of volumes of ancient lore, along with a dozen of the knowledge worms created by Kyuss and his servants. The intact books in this room number in the hundreds, and are sufficient to grant a +2 bonus on any Knowledge (history), Knowledge (arcana), Knowledge (religion), or Knowledge (the planes), check made when using them as a reference. Using these books as a reference in this manner extends the required time to make the check to 1d6 hours.

One book open upon a podium shows a strange diagram of a rune-covered worm inside a human head. The worm seems to be whispering words into the human's brain. A DC 25 Knowledge (arcana) check correctly interprets the diagram as depicting the use of a knowledge worm (see Treasure below).

Creatures: Three of Kyuss' undead warriors led by an undead priest of the Wormgod still guard this chamber. They move to attack anything that enters this room.

Sword of Kyuss (3): hp 133; see Appendix.

Wormcaller: hp 90; see Appendix.

Tactics: The three swords of Kyuss begin by hurling an invocation of the worm at the party as soon as they enter the room. The wormcaller's first action is to hit a fighter with a quickened *hold person*, followed by an area *greater dispel magic*. After this, the swords move to engage the PCs in melee, preventing them from moving far into the chamber. If one of them is brought below 30 hit points, it creates another invocation of the worm with itself at the center of the area of effect, healing undead and harming living creatures at the same time. The wormcaller continues to use its ranged spells on the PCs, using *mass inflict moderate wounds* now and then to heal its allies and harm the PCs. They avoid using *flamestrike* in here so as to not damage the books.

Treasure: There are a dozen knowledge worms kept here in all. Each floats in a jar filled with necrotic fluid, existing in a timeless state somewhere between life and undeath. Each worm is covered with strange tiny runes. If removed from this fluid, the knowledge worm must be consumed within an hour or else it perishes. The worms have no ability to infest a host on their own.

Consuming a knowledge worm exposes the imbiber to the dangers of the worm, which immediately begins to burrow its way through the eater's body. This inflicts 1 point of damage per round for 1d4+1 rounds, but at the same time fills the victim's mind with flashes of obscure knowledge. The victim automatically realizes that if the worm reaches his brain, this knowledge could take root—provided the worm doesn't kill him first.

After the 1d4+1 rounds pass, the worm reaches the victim's brain. The character must immediately make a DC 15 Fortitude save—failure results in 1d6 points of Intelligence drain. The character must continue making Fortitude saves each round until he is successful or until his Intelligence is reduced to 0, at which point death occurs. Only 1d6+4 rounds later the victim's body animates as a wormcaller (if the victim was a humanoid capable of casting spells), a sword of Kyuss (if the victim was a humanoid who could not cast spells), or a zombie of the appropriate type.

If a victim makes his Fortitude save, the worm dissolves in his brain, imparting a +2 enhancement bonus to one of the 12 Knowledge skills. This effect is permanent. There are twelve knowledge worms present here, three each corresponding to Knowledge (history), Knowledge (arcana), Knowledge (religion), and Knowledge (the planes). A DC 20 Knowledge check in the appropriate field identifies which worm is keyed to a particular skill. An unopened, unused knowledge worm is worth 1,000 gp.

Remove disease or *remove curse* destroys a knowledge worm that is still in a victim's body, but also prevents it from imparting its knowledge.

Vision 4: Kyuss the Student

Activation: Defeat the guardians of area 5.

The chamber wavers and shimmers, and suddenly a human man appears at one of the desks nearby. A strange gray-skinned humanoid creature with six arms stands at his shoulder. The man studies a collection of worn and pitted bronze disks arrayed on the desk before him. Faint etchings adorn the plates, and it seems as if the alien figures and symbols writhe together at the behest of some sinister will. The gray creature points to one of the plates, and a look of sudden comprehension blooms on the man's face. The man, the creature, and the plates then fade away, and are gone.

Automatic: The man in the vision is the same man from Vision 1.

Knowledge (nature) DC 20: The six-armed creature is an undead spell weaver.

XP: Award experience for witnessing this vision as if the PCs had defeated a CR 13 creature.

6. The Writhing Chamber (EL 15)

At first, the floor itself seems writhe and twist in on itself, but a longer look reveals it to be covered with thousands and thousands of Kyuss worms of all sizes.

Once a guard room, this plain chamber now simply writhes with swarms of Kyuss worms. These worms are in constant motion, moving down the adjacent corridors and moving freely over one another. As the PCs enter, all but a few sections of floor will be covered with wormswarms.

Creatures: A total of six wormswarms blanket the floor of the chamber and attempt to consume any creatures who are not devoted to Kyuss that enter the chamber. Characters who fall down the shaft from area 3 land directly in one of the swarms; the other five swarms are scattered randomly throughout the chamber.

Wormswarms (6): hp 102; see Appendix.

Tactics: The worms instinctively guard this chamber, driven by a fragment of Kyuss' own fell will. They are not capable of sophisticated tactics, and simply swarm over the closest creature in an attempt to consume it. While the worms cannot crawl up the shaft, they instinctively move down an adjacent passage and out of harm's way should an attack come from above. Clever groups might be able to get past this room with little trouble by lowering one member into the chamber, causing the worms to swarm over the unlucky hero, and then blasting the area with ranged attacks (against which their companion is hopefully protected). The wormswarms will pursue characters into other rooms, slithering along underneath those characters that avoid them by flight or by climbing along the walls and providing a constant, slithering threat until they are dealt with.

7. Temple of the Fountain (EL 14)

This chamber is lined with the trappings of religious ceremony in homage to Kyuss the Wormgod, but in place of an altar stands a

beautiful if disturbing fountain carved from black marble.

This chamber houses a minor artifact of Kyuss' creation, a fountain that contains a small shard of his power and will. A place of worship in the time of Kyuss' rule, favored sacrifices and priests alike were brought here and made to drink from the fountain as part of rituals honoring the Wormgod. Most of these poor souls succumbed to the power of the fountain and joined Kyuss' legions as undead soldiers.

The *Fountain of Green Temptation* is filled with cool, clear water. Anyone who approaches the fountain becomes noticeably thirsty. Those who close within 10 feet of the fountain must succeed at a DC 20 Will save or be compelled to drink from the fountain. This is a mind-affecting compulsion effect that lasts only as long as the creature is within 10 feet of the fountain. Those who drink from the fountain soon discover the truth—that the fountain is filled not with water but with writhing green worms. The drinker must immediately make a DC 20 Fortitude save—success indicates he spits the worms out in time. Failure indicates the worms take root, and the victim takes 2d6 points of damage per round for 1d4+1 rounds. At the end of that period, the worms reach the host's brain. While the worms are inside a victim, a *remove curse* or *remove disease* effect destroys them, and a *dispel evil* or *neutralize poison* effect delays their progress for 10d6 minutes. A successful DC 20 Heal check extracts the worms and kills them, although this check takes 1d3 rounds to perform and the worms may reach the brain before the Heal check succeeds.

Once the worms reach the brain, the victim takes 1d6 points of Intelligence damage per round until the worms are killed (by *remove curse* or *remove disease*) or they slay the host (death occurs at 0 Intelligence). A Small, Medium, or Large humanoid slain by these worms rises as a spawn of Kyuss 1d6+4 rounds later. A Tiny or smaller creature quickly putrefies, and a Huge or larger creature (or any non-humanoid creature) becomes a normal zombie of the appropriate size. The spawn of Kyuss are detailed on page 186 of the *Monster Manual II*—if you don't have access to this book or a previous installment of the Age of Worms that contains statistics for these undead, feel free to substitute another form of undead in their place.

Creatures: This sacred chamber is far from unguarded. A trio of wormcallers remains here, waiting patiently for new converts to arrive and be baptized in the *Fountain of Green Temptation.*

Wormcallers (3): hp 90 each; see Appendix.

Tactics: As soon as they notice the PCs, the three wormcrawlers immediately cast *suggestion* at three different characters, suggesting they approach and drink from the fountain, following with quickened *hold person* spells on those who resist. The wormcallers can drink from the fountain to activate their worm healing special quality—doing so does not diminish the number of worms in the fountain.

Vision 5: Apotheosis

Activation: Drink from the *Fountain of Green Temptation*, or touch the sea of worms (area 11).

The immediate surroundings waver and fade, replaced by a bird's-eye view of the city of Kuluth-Mar at its height. The streets are empty, as the thousands of citizens seem to have gathered in a mass in the central plaza surrounding the Spire of Long Shadows. Suddenly, a foul energy wells from the spire at the center of the city, sweeping outward and felling the living as it passes. For each creature that falls, you feel a silent but potent sense of wrongness, as some indescribable part of the creature, perhaps its soul, is drawn back toward the Spire of Long Shadows to be absorbed by the strange black monolith of stone balanced at its peak. As the energy builds around the peak, a shimmering image of a colossal humanoid figure, its body composed of a million writhing worms, takes form around the Spire of Long Shadows, its arms raised in triumph. Yet in another moment, that triumphant pose seems to change to one of rage, and a soul-wrenching cry of fury tears from the undulant face. The image shrinks, pulled into the stone monolith at the Spire's peak, imploding with a horrific wet burst. In an instant, the city is quiet again, yet as the vision fades, the first signs of unlife spread through the thousands of dead bodies strewn around the ziggurat's base as bodies, now festering with green worms rise from death.

Knowledge (religion) DC 30: The wash of energy that was drawn out of the crowd was not only the souls Kyuss' minions, but their faith in their king. The Spire drew upon their lives and faith in a way that reverses the channeling of divine power from a deity to his cleric, in effect channeling this faith into a singularity—the monolith at the peak of the Spire. The possibilities of what a powerful creature could do with this much devotional energy are staggering—ascension to godhood is perhaps the most obvious use for such energies. The enormous figure that appeared was Kyuss, yet somehow he was not able to control his apotheosis and became trapped in the monolith.

XP: Award experience for witnessing this vision as if the PCs had defeated a CR 14 creature.

8. North Chamber of the Long Sleep

Perfectly preserved corpses cover most of this large chamber's floor, arrayed head-to-toe in neat rows. Thick dust obscures the walls and floors, signs of the room's great age, yet no trace of decay touches the corpses. The massive green stone blocks that line the chamber are covered with ancient symbols resembling coiling worms.

Even before madness set in and he became embroiled in the Age of Worms prophecy, Kyuss was fascinated with undead and created new and powerful undead servants whenever possible. He created these chambers to house special corpses, creatures of such power that they were worthy of his experiments in creating new forms of unlife. Although those creatures often rested in special coffins or other containers, they were at

times left simply lying on the floor with the magic of the room serving as their only protection. The rooms are covered with the symbols of the Wormgod, and have a powerful magical aura.

This room currently holds fifty corpses, arrayed neatly on the floor in long, morbid rows. The corpses, all humans of Flan ancestry, appear fresh and recently dead. Kyuss worms crawl over a few of the corpses, but largely leave the chamber alone.

A powerful magical effect similar to *gentle repose* has been bound to this room. Corpses in this room do not rot, remaining viable for all manner of necromantic uses regardless of time spent here. Time that the corpse spends in other locations accumulates normally for the purposes of *animate dead* and similar spells, regardless of whether that time occurred before or after it was brought into a chamber of long sleep. The preservation effect can be dispelled from the chamber by a targeted *dispel magic* spell against caster level 20. Theoretically, magic can be used to raise any of these bodies from the dead. In life, they were all neutral evil low-level commoners, experts, and warriors who worshiped Nerull. As they were ritually murdered well before Kyuss ascended to divinity, they should know little or nothing of any value to the PCs.

9. South Chamber of the Long Sleep

Dozens of skeletons lie on the floor here, neatly arranged on the ground and surrounded by halos of stonework stained with ancient decay.

This chamber was once identical to the northern chamber, save that its preservation magic failed long ago, and the bodies within have decayed away.

10. Chamber of Contemplation (EL 15)

Nests of tattered books, bits of fabric, and other refuse lie scattered about the chamber, curved troughs each big enough to fit a worm the size of a small horse. There's a disconcerting symmetry to the way the nests are positioned in the room, a marker of an alien will making itself at home amid the refuse of Kyuss' arrogance and power.

Creatures: Once a ritual and meditation chamber, this plain square room now serves as home to a particularly religious worm naga named Sruggut who has moved into this chamber from the naga crawls above. Sruggut has gathered stacks of ancient books, tablets, and scrolls preserved by the magic of the ziggurat, and spends most of his time studying them over and over, hoping to find a way to escape the obsidian ringward. In his frantic studies, Sruggut has expanded his knowledge far beyond that of his kin, and has become a potent sorcerer.

Sruggut's greatest wish is to escape Kuluth-Mar. He has long hoped to discover a means to teleport, yet his studies have not yet unlocked such spells (in large part due to his close affinity to necromancy). When confronted by the PCs, his first instinct is to ask if any of them can teleport (after suppressing his feeblemind gaze so as to not ruin any spellcasters in the group). If the answer is positive, he promises them all of his valuable books if they agree to teleport him somewhere, *anywhere*, outside of the *obsidian ring*. He does intend to give over his collection of books, but he's still a treacherous worm and as soon as he is free, he immediately turns on his rescuers and attempts to kill them so he doesn't have to honor his promise.

SRUGGUT **CR 15**

Male worm naga sorcerer 4
NE Large Aberration
Init +7; **Senses** darkvision 60 ft.; Listen +17, Spot +17
Languages Abyssal, Common, Draconic, Infernal, Terran

AC 30, touch 12, flat-footed 24
hp 189 (204 with *false life*) (15 HD)
Immune mind-affecting
Fort +13, **Ref** +7, **Will** +16

Spd 20 ft., swim 20 ft.
Melee bite +14 (2d6+7 plus poison)
Space 10 ft.; **Reach** 5 ft.
Base Atk +10; **Grp** +19
Special Atk feeblemind gaze (30 ft., Will DC 26)

Spells Known (CL 14th, +12 ranged touch):
7th (4/day)—*finger of death* (DC 26)
6th (6/day)—*heal, harm* (DC 25)
5th (7/day)—*slay living* (DC 24), *spell resistance, telekinesis* (DC 22)
4th (7/day)—*air walk, cure critical wounds, enervation, fear* (DC 23)
3rd (8/day)—*bestow curse* (DC 22), *create food and water, dispel magic, ray of exhaustion* (DC 22)
2nd (8/day)*—*blindness/deafness* (DC 21), *command undead* (DC 21), *false life, invisibility, scorching ray*
1st (8/day)*—*divine favor, cure light wounds, mage armor, shield, shield of faith*
0 (6/day)—*cure minor wounds, detect magic, ghost sound* (DC 18), *guidance, mage hand, open/close, prestidigitation, read magic, touch of fatigue* (DC 19)
*Sruggut has already cast a spell from this level, so his actual number of spells available is one less than the listed number.

Abilities Str 21, Dex 16, Con 27, Int 20, Wis 17, Cha 24
SQ summon familiar (snake), worm affinity
Feats Ability Focus (feeblemind gaze), Alertness, Empower Spell, Eschew Materials[B], Greater Spell Focus (necromancy), Improved Initiative, Iron Will, Spell Focus (necromancy)
Skills Bluff +28, Concentration +27, Diplomacy +9, Intimidate +9, Knowledge (arcana) +22, Knowledge (religion) +15, Listen +17, Spellcraft +25, Spot +17

Poison (Su): Injury, Fortitude DC 25, initial damage paralysis for one minute, secondary damage 1d6 Int. The save DC is Constitution-based.

Tactics: Sruggut is a dangerous foe in combat. He has already cast *false life* and *mage armor* when the PCs encounter him, and his first act in combat is to cast *invisibility* to give himself a chance to cast his defensive spells. He does so in the following order: *spell resistance, air walk, shield, shield of faith*, and *divine favor*. This done, he stays at range and casts *finger of death* at the PCs each round, moving on to *enervation* and empowered *scorching rays* as he runs out of higher-level spells. If forced into melee, he relies on *harm* and *slay living*. He makes sure to keep at least two sixth-level spells so he can cast *heal* whenever he's brought below 50 hit points.

Treasure: Sruggut has collected several impressive books in his nest, all of which have been preserved by ancient magic. The majority of the books comprise a collection of religious studies on necromancy. These books grant a +4 circumstance bonus on Knowledge (arcana) checks having to do with necromancy and a +4 circumstance bonus on Knowledge (religion) checks having to do with gods of death and undeath. They are worth 8,000 gp as a collection, and weigh 50 pounds in all. Additionally, Sruggut has found an additional magical tome he has yet to fully explore—a *manual of bodily health +1* (of little use to him as he has already read a similar tome).

11. Sea of Worms (EL 16)

This immense cavern is filled with a horrific sea of writhing green and the nauseating susurrus of millions of slimy bodies slithering over each other. There is no floor—the hallway falls away to the undulating surface of an immense lake of green worms. The rippling surface lies about five feet down from the floor of the passageway, while the ceiling rises to a vault nearly ninety feet above. Low islands of stone protrude here and there from the wormy expanse, and additional passageways extend out of the sea and back onto solid ground in the wall opposite and in the walls to the left and the right.

A terrible testament to the power and corruption of Kyuss' ascension lies beneath the temple's grand hall. The sea of worms is in fact a writhing layer of wormswarms on top of an immense lake of stagnant water. The lake itself has sheer sides that drop away and reach a depth of 30 feet before ending in a barren bed of ooze. The islands themselves extend down like stalagmites to connect to the lake bottom.

The sea of worms contains nearly three dozen wormswarms. Fortunately for the PCs, these wormswarms are content to writhe and swim on the surface of the lake, and do not attack those who pass through the cavern without touching them. Nor do they pursue those who swim more than 10 feet down underwater into the lake itself. The worms here are a physical manifestation, an "echo" of sorts, of Kyuss' ascension to divinity. Any of the worms in this lake that are slain immediately re-appear, creating a perpetual lake of writhing menace. A creature that comes in contact with the surface of the lake is treated as if within a wormswarm with effectively infinite hit points. The sea of worms does not possess the obey the wormtouched special quality, and thus does not follow the commands of Kyuss' undead.

Characters who fall into the sea of worms (or otherwise come in contact with the worms) trigger Vision 5 if they have not done so already. The sea of worms cannot be destroyed by conventional means—although characters who destroy Mak'ar (see area 13) find that one of the results of the lich's destruction is the ruin of this sea of worms as well.

Fortunately, the sea of worms need not be destroyed by the PCs in order for them to finish their mission. Unfortunately,

there are other creatures in this chamber as well.

Creatures: Two wormcallers stand guard on the southern ledge, in the entrance to the passageway leading to area 13. As soon as they notice the PCs, the wormcallers cast *air walk* so they can move about the area with ease and move forth to engage the PCs. They avoid melee, using *air walk* to stand in the air at ranges of 40 feet so they can attack with *slashing darkness*, quickened *hold persons*, and *flame strikes*. The wormcallers can use the sea of worms to activate their worm healing special quality as long as they are able to physically reach the lake's surface.

The true menace dwelling in this cavern, though, is an overworm. The immense worm spends most of its time floating just below the surface of the lake, but as soon as it notices anyone in the chamber (either due to its tremorsense and darkvision, or because one of the wormcallers calls out for its aid), it rises up from the worm-infested lake to attack. Although only marginally intelligent, the overworm is smart enough to use Awesome Blow or Improved Bull Rush to try to knock characters into the sea of worms. If it knocks a creature into the sea of worms, it uses its call of the Wormgod ability to stun this creature and force it to stay in the worms until their unholy work is done.

Wormcallers (2): hp 90 each; see Appendix.

Overworm: hp 250; see Appendix.

The Harbinger

12. The Knights of the Worm (EL 16)

This room seems out of place, given the cold and barren decor of the other chambers in the complex. The floor is covered with a thick green carpet, and a long, padded divan sits in the room's center. Small padded stools surround the divan. The walls are carved with nightmarish scenes of a dual world. The lower half of these carvings depict a world of caverns and twisting tunnels that are infested with massive worms, creatures that look like humans posing as worms, and creatures more horrifying than either. On the upper half, these worm monsters burst from the ground to ravage and ruin numerous humanoid civilizations. Dragons with the heads of worms fly in the skies above, and towering over them all is an immense figure dressed in plate armor and wielding a strange pole-arm that combines the features of a pick, an axe, and a mace. The man's face is hidden by the hood of his dark gray robe, but worms drip from under his cowl.

Creatures: In this chamber, Kyuss made ready for his ascension and then rose to enter the Spire of Long Shadows. Three of his favored knights, all present when Kyuss achieved divinity, once lived within this group of chambers. Today, they dwell here still, undead mockeries of what they once were. These three Knights of Kyuss are Barnos Indarna (the Dreamer of the Green), Kardic (the Shadow Worm), and Markath (the Mageslayer). They pass long years in contemplation, their undead souls unmoved by the passage of time as they stand vigil, knowing that their dread lord will return and that when the Age of Worms begins, they

will be given dominion over the ruin of the world.

Barnos Indarna, Kyuss Knight: hp 184; see Appendix.

Kardic, Kyuss Knight: hp 184; see Appendix.

Markath, Kyuss Knight: hp 184; see Appendix.

Tactics: The knights are powerful physical threats with the experience to back up their abilities with sound tactics. Unless some other course is obviously better, the knights focus on destroying divine spellcasters first, knowing that such enemies might have power over their undead forms.

13. The Harbinger (EL 17)

This chamber, opulent by nearly any standard, seems somehow alien despite its finery. Furniture placed at odd and uncomfortable angles blends with the disconcerting imagery of the carpets and tapestries that decorate the room. This imagery is sometimes understandable, depicting scenes of carnage and torture in great detail and in other places is simply abstract patterns drawn by an alien and unsettled mind.

This room contains an architect of the Age of Worms, and the creature that provided Kyuss with the final component necessary for his mad desires. This creature is a spell weaver lich named Mak'ar, but was known to Kyuss only as the Harbinger of Worms.

Creature: Mak'ar had his own reasons for providing Kyuss with the worm that would grant him such infamous power. By doing so, the spell weaver was enabling a series of prophecies he had stumbled across during his planar explorations, prophecies that spoke of the End Times of this world. While the other spell weavers found these prophecies to be little more than intriguing artifacts, Mak'ar became obsessed with them and the necromantic potential of the prophesized Age of Worms.

Mak'ar was a monstrous humanoid in life. His transformation into a lich involved different sacrifices than those required by a humanoid (including the abandonment of his *chromatic disc*, a magic item most spell weavers hold more dear than life itself). The end result is the same as that of a standard lich. Mak'ar no longer has a phylactery—it was destroyed in the same battle with the elves and eladrins that culminated in the creation of the *obsidian ring*. Mak'ar's close ties with Kyuss are enough to prevent him from escaping the ring as if he were one of the Wormgod's minions, even though technically he is not—indeed, the ring even prevents his escape via teleportation magic. For the past two thousand years, he has waited here, patiently, hoping for the ring's collapse at the advent of the Age of Worms.

Mak'ar is the most dangerous enemy the PCs face in this adventure. Fortunately for the PCs, the fact that he is imprisoned here within the *obsidian ring* means that if the party is forced to retreat, his resources for recovery are limited.

Mak'ar, Harbinger of Worms **CR 17**

Advanced spellweaver lich

CE Medium undead

Monster Manual 167, *Monster Manual II* 187

Init +4; **Senses** darkvision 60 ft., *see invisibility*; Listen +23, Spot +23

Aura fear (60 ft. radius, Will DC 26)

Languages telepathy 1,000 miles

AC 27, touch 16, flat-footed 23

hp 97 (112 with *false life*) (15 HD); **DR** 15/bludgeoning and magic

Immune cold, electricity, mind affecting, polymorph; undead traits

SR 21

Fort +10, **Ref** +18, **Will** +19

Spd 30 ft.

Melee touch +13 (1d8+5 negative energy plus permanent paralysis; Will DC 26 halves damage, Fort DC 26 resists paralysis)

Base Atk +15; **Grp** +13

Spells Known (CL 17th, +19 ranged touch)

8th (5/day)—*maze, power word stun*

7th (7/day)—*limited wish***, *power word blind, prismatic spray* (DC 27)

6th (7/day)—*chain lightning* (DC 26), *greater dispel magic, repulsion* (DC 26)

5th (8/day)—*contact other plane, cone of cold* (DC 25), *hold monster* (DC 24), *wall of force*

4th (8/day)—*charm monster* (DC 23), *confusion* (DC 23), *enervation, fire shield*

3rd (8/day)—*displacement, fireball* (DC 23), *slow* (DC 22), *vampiric touch*

2nd (8/day)*—*command undead* (DC 21), *false life, eagle's splendor, mirror image, scorching ray*

1st (9/day)*—*expeditious retreat, mage armor, magic missile, protection from good, ray of enfeeblement*

0 (6/day)—*acid splash, ghost sound* (DC 19), *mage hand, mending, message, prestidigitation, ray of frost, read magic, resistance*

*Mak'ar's already cast a spell from this level, so his spells per day are one less than normal.

**Mak'ar has 3,000 XP to draw upon for casting *limited wish* spells.

Spell-Like Abilities (CL 17th):

At will—*detect magic, invisibility*

1/day—plane shift (as long as *obsidian ringward* is intact, Mak'ar cannot use this spell-like ability on himself, but he can still use it on others)

Abilities Str 7, Dex 18, Con —, Int 24, Wis 21, Cha 29

SQ +4 turn resistance, shielded mind, spell weaving

Feats Craft Rod, Craft Wondrous Item, Combat Casting, Empower Spell, Extend Spell, Forge Ring, Spell Focus (Abjuration)[B], Spell Focus (Evocation)[B], Spell Penetration[B]

Skills Concentration +9, Knowledge (arcana) +25, Knowledge (religion) +16, Knowledge (the planes) +25, Listen +23, Spellcraft +27, Spot +23, Use Magic Device +27

Possessions *robe of resistance +5* (as *cloak of resistance +5*), *ring of force shield, rod of fury +2, rod of extend metamagic, circlet of Charisma +6*

Shielded Mind (Ex) Attempts made by other creatures to communicate telepathically with a spell weaver or to read its mind always fail unless the spell weaver allows the communication to function. A creature making such an attempt must succeed at a DC 22 Will save or be *confused* for 1d6 days. This effect can be dispelled (caster level 17) or removed with *heal* or *greater restoration*. The save DC is Wisdom-based.

Spell Weaving (Ex) Mak'ar can cast more than one spell at a time. Casting a spell occupies a number of the spell weaver's arms equal to the spell's level. A spell weaver can cast more than one spell simultaneously, as long as the sum of the spell levels is six or less. It could, for example, cast one 6th-level spell, one

4th-level spell and one 2nd-level spell, or one 3rd-level and three 1st-level spells. A single 0-level spell occupies one arm. If Mak'ar casts a spell of 6th-level or higher, he may cast only one spell that round. Hands that wield objects do not impede this ability.

Tactics: Mak'ar is willing to speak (via telepathy) with the PCs, but he has no interest in forming alliances. He communicates only in an attempt to learn how many of the Age of Worms prophecies have come to pass—once he decides the PCs have nothing more to say to him, he realizes that they may have a role to play in fulfilling at least one of the remaining prophecies, and unless they attack him first, he does not initiate combat. (The loss of his phylactery also plays a part in his willingness to leave the PCs alone.) Of course, if the PCs leave Mak'ar undestroyed, they'll not only have left one of Kyuss' greatest minions active, they also won't be able to experience the final vision that awaits them.

Mak'ar casts *mage armor* and *false life* daily, extending their durations with his rod. When combat begins, he casts *repulsion* (setting the radius as far out as possible). On the second round, he casts *mirror image*, *displacement*, and *expeditious retreat*. On round three he casts *fire shield* and *scorching ray*. If confronted by particularly potent enemies, he hits them with a *maze* spell. If brought below 30 hit points, he tries to retreat, using *limited wishes* to cast *inflict critical wounds* on himself to heal damage. Left with no other options, Mak'ar tries to buy his continued existence by offering his treasures and magical gear to the PCs, hoping to survive the humiliating defeat until the Age of Worms comes and releases him, at which point he'll spare no expense tracking the PCs down to kill them and regain his gear.

Treasure: Among Mak'ar's possessions are several valuable items, including a jade statue of a green dragon worth 1,000 gp, a huge black pearl worth 2,000 gp, a diamond and platinum necklace worth 3,000 gp, and three well-preserved paintings of Kuluth-Mar in its prime worth 2,000 gp each.

Development: Mak'ar's continued presence is the primary force maintaining the power within the Ziggurat of Kyuss. His destruction severs the link between this temple and Kyuss—this has several effects. First, it grants the PCs the sixth (and final) vision. Second, it causes all of the long-term magical effects in the Spire of Long Shadows to fail. Third, it attracts the unwelcome attention of Kyuss himself—after this, the Wormgod knows the PCs represent a real threat to his plans. There is little he can do about it now, fortunately for the PCs, but as the Age of Worms draws near, they can expect to face Kyuss' direct opposition.

Among the magical effects in the area that are cancelled with Mak'ar's destruction are the generation of the visions the PCs have been experiencing, the unsettling aura in area **3** near the shaft opening, the *Fountain of Green Temptation*, and the preservation effect in area **8**. Additionally, all of the Kyuss worms in the ground above, the wormswarms in the dungeon, and those in the sea of worms melt into ooze and die. Those worms still existing in hosts survive.

The most dramatic repercussion of these effects is the crumbling of the Spire of Long Shadows. The amazing feat of construction, held aloft primarily by the divine will of Kyuss, teeters and finally topples like a felled tree, smashing through and ruining the *obsidian ring* as it falls to the ground. Characters inside areas **1–5** must make a DC 20 Fortitude save or be thrown to the ground. Those in areas **6–13** hear the tremendous sound of the collapse and feel the ground shake, but are otherwise unaffected.

Vision 6: The Age of Worms

Activation: Destroy Mak'ar, the Harbinger of Worms.

The room melts away into darkness as the air fills with strange and frightening whispers. It sounds as if a hundred different voices speak in a hundred different languages, but an instant later, the voices have joined into one and the language resolves into familiar words. These words speak of the prophecies of the Age of Worms, and as they speak, visions of the prophecies coming true manifest before you, allowing you to observe the events as if you were a god looking down upon a troubled world. The visions are violent and horrific. Legions of worm-eaten dead rise from soggy graves. An immense and demonic tree explodes into destructive life from the heart of an unfamiliar city. A burning comet lances down from the heavens to strike the earth in a tremendous, mushroom-shaped cloud of devastation. Another city, its town square wreathed in a cloud of black smoke filled with eyes, is held in the grip of shadows that move independently from their source. A cackling man attaches a clawed and withered hand to the bleeding stump of his arm, and the hand writhes into unholy life. A city built in the heart of a volcano suffers tragedy during a partial eruption that sees the collapse of its southeastern quadrant. As each of these scenes flash by, they are accompanied by a crushing sense of certainty—these events have already come to pass. Yet finally, the whispering voices speak of two more prophecies, and these are accompanied by blackness. "A tripartite spirit once again becomes one, and at its advice are the mighty undone," the voices whisper. And then, "On the eve of the Age of Worms, a hero of the pit shall use his fame to gift a city to the dead." After this, there is only silence. It would seem that two prophecies have yet to be realized.

Rod of Fury

Mak'ar's spiked rod is a *rod of fury* +2. As long the rod is carried in a hand, it grants its wielder a +2 deflection bonus to Armor Class. It also allows a spellcaster to increase the effectiveness of one spell of 6th level or lower per day, altering it as if it were under the effect of the Empower Spell feat. Activating this ability is a free action and does not affect the spell level or casting time of the altered spell (even for sorcerers and other spontaneous casters). The *rod of fury* appeared in *Complete Arcane*.

Strong abjuration; CL 17th; Craft Rod, Empower Spell, Spell Focus, *protection from chaos/evil/good/law*, creator's caster level must be at least three times that of the bonus placed in the rod; Price 38,800 gp.

Knowledge (religion) DC 14: The worm-eaten dead rising from graves are spawn of Kyuss.

Knowledge (the planes) DC 20: The great tree is the physical manifestation of a demon lord named Malgarius.

Knowledge (arcana) DC 30: The "comet" that struck the earth was in fact an anciant tmeple called the Fane of Scales that was rumored to have fallen from the skies over a remote rural region two years ago.

Knowledge (geography) DC 25: The city shrouded in blackness filled with eyes is in fact Istivin, a place long held to be cursed and haunted by demonic spirits.

Knowledge (arcana) DC 25: The hand the man attaches to his bleeding wrist is the notorious *Hand of Vecna*.

Knowledge (geography) DC 25: The city built in a volcano's caldera is Cauldron, and the disaster that struck it occurred about a year ago.

XP: Award experience for witnessing this vision as if the PCs had defeated a CR 14 creature.

CONCLUDING THE ADVENTURE

The destruction of the *obsidian ring* allows any of the surviving creatures within to escape into the surrounding jungle, but since the majority of the worms of Kyuss die when Mak'ar is destroyed, impact upon the surrounding environment should be minimal. If any of the Kyuss Knights still survive, they begin the long journey north to rejoin their master in the Wormcrawl Fissure; if you plan to play "Into the Wormcrawl Fissure" or "Dawn of a New Age," you can have the PCs encounter these knights at points in those adventures if you wish.

If the PCs defeat Mak'ar and bring down the Spire of Long Shadows, the magic of the visions that has touched them solidifies inside their souls—they are now inexorably bound to the prophecies. More than ever, their actions (or inaction) will decide the final outcome of the Age of Worms. As a result, fate itself has a special place in store for the PCs, and each character receives a number of Fate Points as a result. Total up the number of visions the PCs managed to witness—this total is the amount of Fate Points you should award each character. A Fate Point can be spent at any time to immediately reroll the result of a d20 roll, but the character must accept the new result, even if it is lower than the previous one (unless the character spends another Fate Point to reroll this new result). Fate Points can help the PCs manipulate their destinies at key points during the remainder of the Age of Worms Adventure Path. Fate Points, once spent, are gone forever. It's possible that certain actions later in this campaign could grant more Fate Points to the PCs, but for now, the ones they earn from witnessing the hidden secrets of Kyuss' genesis are all they'll get.

After the characters have cleared the ruins of Kuluth-Mar of Kyuss' minions and have learned everything they can, they are due for some well-earned rest back in Magepoint. Upon their return, they find Manzorian extremely interested in what they have learned. It seems certain that it is indeed Kyuss who is prophesized to begin the Age of Worms—in order to have a chance to stop this coming age, the PCs must stop a man who has become a god. And the one who knows the most about him, Balakarde, has been missing for years. Fortunately, Manzorian and his allies have made a breakthrough. It seems that in the days before his disappearance, Balakarde traveled to the notorious bandit city of Alhaster to seek advice from someone named Lashonna. What he discovered in Alhaster may be what brought about his doom, yet it may also be a key part in preventing the advent of the Age of Worms.

APPENDIX: THE SPAWN OF KYUSS

As mortal and god, Kyuss was ever anxious to shape new monstrosities with the power of undeath. No victory was so sweet for Kyuss as those in which he not only destroyed his foe but also returned the foe to life as an undead creature at the mercy of his own foul will. The creation of undead, all twisted and brought into unlife by the vile green worms which hold much of Kyuss' power, was for him an art and a passion, an act as fulfilling for its own sake as for any part it played in his grand plans for godhood.

Eviscerator Beetle (Hound of Kyuss)

The bloated beetle moves with unnatural speed, its mandibles clicking and clicking and clicking in a maddening rhythm. The rotted and pitted shell evokes thoughts of ancient decay and unfathomable corruption, and tiny green worms, each a wriggling abomination of terror in its own right, squirm through these holes in its exoskeleton.

EVISCERATOR BEETLE **CR 10**

Always CE Large Undead

Init +7; **Senses** darkvision 60 ft.; Listen +0, Spot +21

Aura maddening chitter (120 ft.)

AC 27, touch 12, flat-footed 24; –1 size, +3 Dex, +15 natural

hp 117 (18 HD); **DR** 10/silver

Immune undead traits

Fort +8, **Ref** +11, **Will** +13

Spd 60 ft.

Melee bite +19 (4d6+11 plus 2d6/15–20) 2 claws +14 (1d6+5)

Space 10 ft.; **Reach** 5 ft.

Base Atk +9; **Grp** +24

Atk Options necrotic bite

Abilities Str 32, Dex 16, Con —, Int 2, Wis 10, Cha 14

SQ augmented critical, obey the wormtouched, worm healing

Feats Combat Reflexes, Great Fortitude, Improved Critical (bite), Improved Initiative, Improved Natural Attack (bite), Iron Will, Lightning Reflexes

Skills Spot +21

Environment Any Kyuss-associated

Organization Solitary, pair, or brood (3–6)

Treasure None

Advancement 19–22 HD (Large), 23–42 HD (Huge), 43–54 HD (Gargantuan)

Created ages ago by Kyuss while he was high priest at Kuluth-Mar, the eviscerator beetles were the first among a category of undead vermin known collectively as the Hounds of Kyuss. The Hounds of Kyuss are only rarely encountered

outside of areas like Kuluth-Mar or the Wormcrawl Fissure, where Kyuss' touch is strongest. Other Hounds of Kyuss reputed to dwell in the Wormcrawl Fissure include the mindkiller scorpions and the earthcancer centipedes.

The Hounds of Kyuss do not speak or understand any languages, but obey simple mental commands and gestures from other servants of Kyuss.

Combat

The nearly mindless eviscerators employ simple tactics. When grouped with others of their kind, eviscerator beetles instinctively spread out and converge on their target from multiple sides. This instinctive swarming technique increases the chance of gaining flanking opportunities and prevents them from being destroyed by large area attacks.

Augmented Critical (Ex): An eviscerator beetle's bite attack threatens a critical hit on an 18–20; since most eviscerator beetles also have Improved Critical (bite), their threat range with a bite attack is 15–20.

Maddening Chitter (Su): The clicking chatter of the eviscerator beetle's mandibles is hypnotic, and living creatures enthralled by the sound do nothing but clutch at their skulls, trying in vain to rid their minds of the terrible sound. At the beginning of the beetle's action, all living creatures within 120 feet that can hear the beetle's chittering must make a DC 21 Will save or be unable to take any actions that round. For every additional beetle within range of the target creature, the DC to resist the maddening chitter is increased by 2. This is a sonic, mind-affecting effect. The save DC is Charisma-based.

Necrotic Bite (Su): Necrotic energy courses through the eviscerator beetle. This energy infuses the creature's mandibles with the raw energy of undeath, causing them to inflict an extra 2d6 points of damage from the negative energy with each successful melee attack. This extra damage is not multiplied on a successful critical hit, and heals undead rather than harms them.

Obey the Wormtouched (Su): Although they are nearly mindless, eviscerator beetles unerringly follow simple commands given by other undead servants of Kyuss.

Worm Healing (Su): Eviscerator beetles are healed by the horrid power caught in the writhing worms of Kyuss. As a full-round action that provokes attacks of opportunity, a hound of Kyuss can consume an adjacent wormswarm. This heals the hound of Kyuss of all damage and removes any conditions removed by the *heal* spell. The wormswarm is completely destroyed, but makes no move to defend itself from this consumption.

Kyuss Knight

The figure wears dark armor that hides much of his form from view, but his skeletal visage and horrid stench reveals that he can be nothing but some kind of undead. Small green worms, their mouths filled with row upon row of jagged teeth, writhe along his armor, crawling under its plates and panes. His most gruesome feature are his eyes, which have been replaced by the ravenous mouths of two bloated worms.

Kyuss Knight **CR 13**

Always CE Medium Undead

Init +0; **Senses** darkvision 60 ft.; Listen +21, Spot +21

Languages Abyssal, Flan (or a similar ancient language from your campaign)

AC 30, touch 10, flat-footed 30; +6 natural, +10 armor, +4 shield

hp 184 (16 HD); **DR** 10/silver

Immune cold, electricity; undead traits

Fort +10, **Ref** +10, **Will** +17

Spd 20 ft. in armor (30 ft. base)

Melee *+1 unholy bastard sword* +22/+17 (1d10+15/19–20) and 2 bites +13 (1d4+9 plus 1d4 Intelligence drain)

Base Atk +8; **Grp** +17

Special Atk gifts of Kyuss

Spell-Like Abilities (CL 16th):
At will—*detect good*
1/day—*bull's strength, death knell* (DC 17), *protection from energy*

Abilities Str 28, Dex 10, Con 10, Int 12, Wis 15, Cha 20

SQ dark blessing, martial calling, turn resistance +4, unholy toughness, worm healing

Feats Cleave, Exotic Weapon (bastard sword), Improved Sunder, Iron Will, Power Attack, Weapon Focus (bastard sword)

Skills Concentration +19, Intimidate +24, Knowledge (religion) +20, Listen +21, Spot +21

Environment Any Kyuss-associated

Organization Solitary, pair, or swarm (3–6)

Treasure *+2 full plate, +1 heavy steel shield, +1 unholy bastard sword*

Advancement 17–32 HD (Medium)

*Includes adjustment for 5-point Power Attack

Knight of Kyuss

When Kyuss sacrificed the living souls of Kuluth-Mar to fuel his ascension into godhood, the necromantic backlash of his transformation animated his faithful dead as the spawn of Kyuss. The generals of his armies became the swords of Kyuss, and his priests became the wormcallers. The most dangerous and potent

of his worshipers became something more. Kyuss had only four of these personal bodyguards, all blackguards, and all four of whom were at his side when he ascended. They took the brunt of the necromantic backlash, and rose as his knights.

Today, these four souls are the only Kyuss Knights in existence. Each has virtually identical statistics, save that each possesses two unique gifts from the Wormgod. As the Age of Worms draws near, new Kyuss Knights may appear elsewhere in the world with unique gifts of their own.

Combat

Although each Kyuss Knight has different gifts from the Wormgod, their basic tactics remain identical. A Kyuss Knight is exceptionally alert, and at the first sign of trouble is quick to cast *bull's strength*. Unless he has reason to suspect his enemies use acid or sonic attacks, he also casts *protection from energy (fire)* on himself. His strength is in melee, so the Kyuss Knight closes to engage enemies as quickly as he can. He attacks with his bastard sword, and can also attack by extending his "eyes" on long stalks to bite at anyone in reach as well.

Dark Blessing (Su): A Kyuss Knight applies his Charisma modifier as a bonus on all saving throws.

Gifts of Kyuss (Su): Each Kyuss Knight possesses two unique gifts granted to them by their divine patron.

Nezzarin's Gifts: Nezzarin has *true seeing* (a constant effect that cannot be dispelled). In addition, Nezzarin's vision is supernaturally acute, granting him a +20 insight bonus on Search and Spot checks and on all Initiative rolls.

Barnos Indarna's Gifts: Barnos Indarna is shrouded with an ephemeral shadow of his former self. Once per round, this shadow can use one of Barnos's spell-like abilities or invoke visions of the worm as a free action—Barnos himself need not expend any actions to utilize this ability, but they are still treated as if he cast them normally for the purposes of resolving attacks of opportunity. The visions of the worm ability calls forth a shred of Kyuss' powerful visions of the Age of Worms and implants this brief picture of horror in the mind of a nearby living creature. This ability has a range of 60 feet. The target creature must make a DC 23 Will save or be stunned for one round, overcome with cataclysmic visions from the as yet unborn Age of Worms. The save DC is Charisma-based.

Kardic's Gifts: Three times a day as a free action (but only once per round), Kardic can transform a weapon he wields into shadow, allowing him to resolve one attack as a touch attack. Also three times a day, he can slip into shadow form himself as a free action to avoid a blow that would have hit him, granting him a 50% miss chance against that particular attack. Kardic must chose to use this ability before damage is determined.

Markath's Gifts: Any time Markath successfully scores a critical hit against an opponent with a melee attack, a targeted *greater dispel magic* affects that target (caster level 16). Additionally, Markath's bite attacks drain 2d4 points of Intelligence on a hit rather than 1d4.

Intelligence Drain (Su): Anyone who is bitten by one of the Knight's "eyes" takes 1d4 points of Intelligence drain. The Kyuss Knight heals 5 points of damage each time it drains Intelligence from a creature.

Martial Calling (Su): A Kyuss Knight gains a profane bonus equal to half its Hit Dice on all melee weapon attacks.

Unholy Toughness (Ex): A Kyuss Knight gains a bonus to its hit points equal to its Charisma modifier × its Hit Dice.

Worm Healing (Su): The Kyuss Knight is healed by the horrid power caught in the writhing worms of Kyuss. As a full-round action that provokes an attack of opportunity, a Kyuss Knight can consume an adjacent wormswarm. This heals the Kyuss Knight of all damage and removes any condition removed by the *heal* spell. The wormswarm is completely destroyed, but makes no move to defend itself from this consumption.

Overworm

The giant green worm has a vicious maw ringed with row upon row of needle-like teeth. The worm's green bulk flattens on its underside, its color lightening and the rings of its musculature becoming tighter. It has no obvious sensory organs, yet reacts to sound and movement with surprising speed.

Overworm **CR 15**

Always CE Gargantuan Magical Beast

Init +3; **Senses** darkvision 60 ft., tremorsense 60 ft.; Listen +24, Spot +1

AC 26, touch 5, flat-footed 26; –4 size, –1 Dex, +21 natural

hp 250 (20 HD); **DR** 15/silver

Immune mind affecting effects, poison

Fort +21, **Ref** +11, **Will** +7

Spd 20 ft., burrow 20 ft., swim 10 ft.

Melee* bite +21 (4d6+42/19–20)

Space 20 ft.; **Reach** 20 ft.

Base Atk +20; **Grp** +47

Atk Options Awesome Blow, Improved Bull Rush, Power Attack, improved grab (bite), swallow whole

Special Atk call of the wormgod

Abilities Str 40, Dex 8, Con 24, Int 1, Wis 12, Cha 8

SQ obey the wormtouched, worm infested

Feats Awesome Blow, Great Fortitude, Improved Bull Rush, Improved Critical (bite), Improved Initiative, Improved Natural Attack (bite), Power Attack

Skills Listen +24

Environment Any Kyuss-associated

Organization Solitary, pair, or swarm (3–6)

Treasure None

Advancement 21–30 HD (Gargantuan), 31+ HD (Colossal)

*Includes adjustment for 10-point Power Attack

Whether they are the source of his power or the expression of his deranged will, the worms of Kyuss come in many sizes and variety. From the worms of corruption no larger than a finger to the enormous overworm, the one thing that binds their kind is their malignant intent.

Overworms are never less than 80 feet in length, and weigh at least 40,000 pounds.

Combat

Unless directed by a more intelligent servant of Kyuss, an overworm focuses on one foe at a time. Spurred by the madness of Kyuss himself, the worms never think of retreat, only of crushing and corrupting living things in their path.

Call of the Wormgod (Su): Although themselves relatively unintelligent, an overworm carries within it the writhing

and malignant will of its god and creator. Once per round as a free action, an overworm can project this foul and cancerous will into other living creatures, targeting any one living creature within 120 ft. The target must make a DC 19 Will save or be stunned, its mind filled with the horrid visions that writhe within the divine consciousness of Kyuss. Each round at the start of its turn, the victim may attempt a new saving throw to end the effect as a full-round action that does not provoke attacks of opportunity. This is a mind-affecting effect. This save DC is Charisma-based.

Improved Grab (Ex): To use this ability an overworm must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the foe on the following round.

Obey the Wormtouched (Su): Although they are nearly mindless, overworms unerringly follow simple commands given by other undead servants of Kyuss.

Swallow Whole (Ex): An overworm can try to swallow a grabbed opponent of at least two size categories smaller than itself by making a successful grapple check. Once inside, the opponent takes 2d8+16 points of crushing damage plus 6 points of acid damage per round from the worm's gizzard. The victim is also targeted by the worms that dwell in the overworm's body (see Worm Infested, below). A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 20). Once the creature exits, muscular action closes the hole. Another swallowed opponent must cut its own way out. An overworm's gut can hold 1 Large, 2 Medium, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.

Worm Infested (Ex): An overworm is host to hundreds of smaller worms of Kyuss. Any creature that attacks an overworm with a natural weapon, unarmed strike, or light melee weapon must make a DC 19 Reflex save or a number of worms latch onto his flesh and begin burrowing into his body. The save DC is Dexterity-based.

Once infested, the victim takes 1d6 points of damage per round for 1d4+1 rounds. At the end of that period, the worms reach the host's brain. While the worms are inside a victim, a *remove curse* or *remove disease* effect destroys them, and a *dispel evil* or *neutralize poison* effect delays their progress for 10d6 minutes. A successful DC 20 Heal check extracts the worms and kills them, although this check takes 1d3 rounds to perform and the worms may reach the brain before the Heal check succeeds.

Once the worms reach the brain, the victim takes 2d4 points of Intelligence damage per round until the worms are killed (by *remove curse* or *remove disease*) or they slay the host (death occurs at 0 Intelligence). A Small, Medium, or Large humanoid slain by these worms rises as a sword of Kyuss 1d6+4 rounds later. A Tiny or smaller creature quickly putrefies, and a Huge or larger creature (or any non-humanoid creature) becomes a normal zombie of the appropriate size. Newly created undead are not under the overworm's control.

Sword of Kyuss

Baroque armor covers every inch of this skeletal figure, every inch save for two gaping eye sockets. The ornate steel and silver plate carries a sickening green sheen, and from one of the armor's many well-crafted joints a small green worm wriggles to be free. Similar worms writhe and slide between many of the armor's plates, yet the creature's grip on its massive greatsword remains firm and hints at deadly skill.

Sword of Kyuss **CR 10**

Always CE Medium Undead

Init +3; **Senses** darkvision 60 ft.; Listen +19, Spot +19

Languages Abyssal, Flan (or a similar ancient language from your campaign)

AC 26, touch 11, flat-footed 25; +1 Dex, +6 natural, +9 armor

hp 133 (14 HD); **DR** 10/silver

Immune cold, electricity; undead traits

Fort +4, **Ref** +5, **Will** +11

Spd 20 ft. in armor (30 ft. base)

Melee* wormblade +20/+15 melee (2d6+24 plus 1d6 acid/19–20)

Base Atk +7; **Grp** +16

Atk Options Power Attack

Special Atk invocation of the worm

Abilities Str 28, Dex 12, Con —, Int 12, Wis 14, Cha 16

SQ martial calling, turn resistance +2, unholy toughness

Feats Ability Focus (invocation), Cleave, Improved Initiative, Power Attack, Weapon Focus (greatsword)

Skills Intimidate +20, Knowledge (religion) +18, Listen +19, Sense Motive +19, Spot +19

Environment Any Kyuss-associated

Organization Solitary or patrol (2–6)

Treasure +1 *full plate* and masterwork greatsword

Advancement 15–28 HD (Medium)

*Includes adjustment for 5-point Power attack

If the spawn of Kyuss are the footsoldiers of the Wormgod's legions, then the swords of Kyuss are his elite shock troops. Sheathed in ornate full-plate armor of ancient design and wielding the dreaded wormblades of Kyuss, the swords of Kyuss are the martial elite of Kyuss' forces.

Unlike the slumped and shambling spawn of Kyuss, the swords of Kyuss are intelligent and powerful warriors. While Kyuss walked the earth as a mortal, these elite soldiers served as his strong right arm, protecting his strongholds and serving as heavy infantry in his armies. With their flesh tainted by undeath, they continue to carry out his desires, the twisting green worms of his powerful will crawling through their minds and bodies.

Combat

As elite warriors and shock troops of Kyuss' legions, the swords of Kyuss are capable of sophisticated tactics and swift decision making in combat. The swords work well in teams, directing lesser servants of the wormgod and swiftly completing the orders of their superiors (such as the wormcallers or the powerful and unique Knights of Kyuss). They are fond of using the invocation of the worm against foes who are locked in melee combat with other undead creatures, damaging their foes while at the same time healing their undead allies.

Invocation of the Worm (Su): Three times per day, a sword of Kyuss can unleash a blast of negative energy. The blast fills a 20-foot-radius spread anywhere within a range of 100 feet + 10 feet per HD of the sword of Kyuss. The blast deals 1d6 points of damage per Hit Die possessed by the sword of Kyuss (maximum 20d6). The blast of a typical sword has a range of 240 ft. and inflicts 14d6 damage. Living creatures caught in the blast can make a Reflex save (DC 22) for half damage. Undead in the blast are instead healed of damage equal to the amount inflicted. The save DC is Charisma-based.

Martial Calling (Su): A sword of Kyuss gains a profane bonus equal to half its Hit Dice on all melee weapon attacks.

Unholy Toughness (Ex): A sword of Kyuss gains a bonus to its hit points equal to its Charisma modifier × its Hit Dice.

Worm Healing (Su): The swords of Kyuss are healed by the horrid power caught in the writhing worms of Kyuss. As a full-round action that provokes an attack of opportunity, a sword of Kyuss can consume an adjacent wormswarm. This heals the sword of Kyuss of all damage and removes any condition removed by the *heal* spell. The wormswarm is completely destroyed, but makes no move to defend itself from this consumption.

Wormblade (Su): Each sword of Kyuss carries a masterwork greatsword. Their unholy energies infuse this greatsword, transforming into a +1 *greatsword* that inflicts an additional 1d6 points of acid damage on a hit, as long as the sword of Kyuss wields the greatsword. It is said that each death caused by a wormblade adds to Kyuss' tally of souls, increasing his power and drawing the dreaded Age of Worms closer to its fulfillment.

Wormcaller

The stooped creature is sheathed in full plate armor, over which lies the tattered remains of ancient robes of state. The creature's shriveled and tortured limbs teem with writhing hordes of green worms. These worms move over the creature's decayed body, crawling between the plates of its armor.

Wormcaller **CR 10**

Always CE Medium Undead

Init +9; **Senses** darkvision 60 ft.; Listen +21, Spot +21

Languages Abyssal, Flan (or a similar ancient language from your campaign)

AC 27, touch 15, flat-footed 22; +5 Dex, +6 natural, +6 armor

hp 90 (12 HD); **DR** 10/silver

Immune cold, electricity; undead traits

Fort +4, **Ref** +9, **Will** +14

Spd 30 ft.

Melee 2 slams +7 (1d6+1) and bite +3 (1d6)

Ranged *slashing darkness* +11 touch (5d8)

Base Atk +6; **Grp** +7

Spell-Like Abilities (CL 12th, +11 ranged touch): At will—*hold person* (DC 18), *slashing darkness* 3/day—*air walk*, empowered *slashing darkness*, *flame strike* (DC 21), *greater dispel magic*, *mass inflict moderate wounds* (DC 22), *invisibility purge*, *protection from energy*, quickened *hold person*, *suggestion* (DC 19)

Abilities Str 13, Dex 20, Con —, Int 16, Wis 22, Cha 22

SQ rebuke undead, turn resistance +6, worm healing

Feats Combat Casting, Empower Spell-Like Ability (slashing darkness), Improved Initiative, Iron Will, Quicken Spell-Like Ability (hold person)

Skills Concentration +15, Knowledge (arcana) +18, Knowledge (religion) +18, Listen +21, Sense Motive +21, Spellcraft +20, Spot +21

Environment Any Kyuss-associated
Organization Solitary or cult (2–6)
Treasure *+1 mithral breastplate*
Advancement 13–24 HD (Medium)

In ancient times, the wormcallers were the lesser priests that helped Kyuss ascend from mortal to god. They kept the enslaved masses in line, speaking always of the glories to be found in giving one's soul to the ever-growing power of Kyuss. The devotion of these fanatics was matched only by their cruelty, as they led the swords of Kyuss and lesser servants in the mass sacrifices that fueled Kyuss' ascension.

Wormcallers are shriveled, zombie-like undead creatures, still wrapped in the decayed finery they wore when Kyuss lived as a mortal. Over their stooped frames, they wear fine mithral breastplates, for they were war priests as well as partakers of Kyuss' corruption.

Combat

The wormcallers are the vessels of Kyuss' will, channeling his divine power through their own bodies. They command lesser servants of Kyuss, including powerful shock troops such as the swords of Kyuss and the lowly spawn and wormswarms. Their cruel intelligence allows them to use their spell-like abilities to their fullest, holding those foes likely to have poor Will saves and dispelling the effects of opposing spellcasters.

Rebuke Undead (Su): A wormcaller can rebuke and command undead as a 12th-level cleric.

Worm Healing (Su): A wormcaller is healed by the horrid power caught in the writhing worms of Kyuss. As a full-round action that provokes an attack of opportunity, a wormcaller can consume an adjacent wormswarm. This heals the wormcaller of all damage and removes any condition removed by the *heal* spell. The wormswarm is completely destroyed, but makes no move to defend itself from this consumption.

Worm Naga

The vile, bloated worm has a thick green body nearly ten feet long. The vaguely human head is covered in stringy green hair. The creature's mouth, a round sucker-like orifice ringed with rows of tiny teeth is perhaps its most horrid feature.

Worm Naga **CR 11**
Always NE Large Aberration
Init +6; **Senses** darkvision 60 ft.; Listen +18, Spot +18
Languages Abyssal, Common, Infernal

AC 25, touch 11, flat-footed 23; –1 size, +2 Dex, +14 natural
hp 126 (11 HD)
Immune mind-affecting
Fort +10, **Ref** +5, **Will** +11

Spd 20 ft., swim 20 ft.
Melee bite +12 (2d6+7 plus poison)
Space 10 ft.; **Reach** 5 ft.
Base Atk +8; **Grp** +17
Special Atk feeblemind gaze, spells
Spells Known (CL 10th, +9 ranged touch):
5th (4/day)—*slay living* (DC 21)
4th (6/day)—*air walk, enervation*
3rd (7/day)—*bestow curse* (DC 19), *dispel magic, ray of exhaustion* (DC 19)
2nd (7/day)—*blindness/deafness* (DC 18), *command undead* (DC 18), *invisibility, scorching ray*
1st (8/day)—*divine favor, cure light wounds, mage armor, shield, shield of faith*
0 (6/day)—*cure minor wounds, detect magic, ghost sound* (DC 15), *guidance, mage hand, open/close, prestidigitation, read magic, touch of fatigue* (DC 16)

Abilities Str 21, Dex 14, Con 25, Int 16, Wis 19, Cha 20
SQ worm affinity
Feats Ability Focus (feeblemind gaze), Alertness, Empower Spell, Eschew Materials[B], Improved Initiative, Spell Focus (necromancy)
Skills Bluff +19, Concentration +21, Listen +18, Spellcraft +17, Spot +18

Environment warm jungles or marshes
Organization solitary or nest (2–4)
Treasure standard
Advancement 12–15 HD (Large), 16–33 HD (Huge)

Although Kyuss' power as high priest and now deity was always rooted in the divine, he cultivated many servants of great arcane power as well. After his transformation into godhood, he rewarded his most powerful followers by twisting their essences into a new and aberrant form of life—the worm naga. Inspired by the human-headed serpentine bodies of the nagas, Kyuss fused his most promising spellcasters with loathsome Kyuss worms into a new and powerful servant of his will.

Worm nagas are a rarity in Kyuss' service, for they are living creatures rather than undead, and in the time since their creation a few have turned to their own interests rather than continuing to serve the Wormgod.

Slashing Darkness

Evocation
Level: Cleric 3
Components: V, S
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Effect: Ray
Duration: Instantaneous
Saving Throw: None
Spell Resistance: Yes
A hissing, hurtling ribbon of pure darkness flies from your hand. A creature struck by this ray of darkness takes 1d8 points of damage per two caster levels (maximum 5d8). An undead creature instead heals 1d8 points of damage per two caster levels (maximum 5d8).
This spell first appeared in the *Miniatures Handbook*.

Combat

In combat, a worm naga typically opens with a ranged spell such as *enervation* or *scorching ray*, in an attempt to disable foes before they can engage the naga in melee. Should foes close, the worm naga relies heavily on its feeblemind gaze to protect it from spellcasters while it slithers in to use its touch spells and bite.

Feeblemind Gaze (Su): As *feeblemind*, 30 feet, Will DC 20 negates. The save DC is Charisma-based.

Poison (Su): Injury, Fortitude DC 22, initial damage paralysis for one minute, secondary damage 1d6 Int. The save DC is Constitution-based.

Spells: Worm nagas cast spells as 10th-level sorcerers and can also cast spells from the cleric list. The cleric spells are considered arcane spells for a worm naga, meaning that the creature does not need a divine focus to cast them.

Worm Affinity (Ex): A worm naga is immune to the corrupting effects of

the various Kyuss worms (including wormswarms).

Wormswarm

A writhing mass of tiny green worms surges across the floor, each one a horror of teeth and malignant hunger.

Wormswarm **CR 10**

Always CE Diminutive Vermin (swarm)
Init +6; **Senses** darkvision 60 ft., tremorsense 60 ft.; Listen +0, Spot +0

AC 20, touch 20, flat-footed 14; +4 size, +6 Dex
hp 102 (12 HD)
Immune critical hits, flanking, mind-affecting, sneak attack, weapon damage
Fort +12, **Ref** +10, **Will** +4
Weakness swarm weaknesses

Spd 30 ft., burrow 10 ft., swim 30 ft.
Melee swarm (3d6 plus poison)
Space 10 ft.; **Reach** 0 ft.
Base Atk +9; **Grp** –8
Atk Options distraction (DC 20)
Special Atk create spawn

Abilities Str 1, Dex 22, Con 18, Int —, Wis 10, Cha 8
SQ obey the wormtouched, swarm traits, vermin traits

Environment any Kyuss-associated
Organization solitary, swath (2–4), or infestation (5–12)
Treasure none
Advancement none

The green worms of Kyuss come in many sizes and forms, but all are but implements of his terrible will. Long has that will been turned to fulfilling an ancient prophecy, a prophecy of green wriggling death visited upon hundreds of living creatures. The instrument of this cataclysm, this Age of Worms, are the very creatures through which Kyuss works his malice. As these worms grow in size, they exist as solitary predators, but in their early stages of life, they band together by the thousands, creating deadly swarms and consuming the enemies of the wormgod.

Kyuss worms are vicious green worms with horrid sucker-like mouths and one simple urge-to destroy living creatures and raise them as further undead minions for Kyuss.

Kyuss wormswarms do not speak or understand any languages, but obey simple mental commands and gestures from other servants of Kyuss.

Combat

Kyuss wormswarms mindlessly attack and devour their opponents.

Distraction (Su): Any living creature that begins its turn with a wormswarm in its space must make a DC 20 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Poison (Ex): Injury, Fortitude DC 20, initial damage 1d4 Int, secondary damage 2d4 Int. The save DC is Constitution-based.

Create Spawn (Su): Any living creature killed by a wormswarm rises as a zombie in 1d4 hours. A humanoid creature with 11 or more Hit Dice instead rises as a sword of Kyuss in 1d4 hours.

Obey the Wormtouched (Su): Although they are mindless, wormswarms unerringly follow simple commands given by other undead servants of Kyuss.

Jesse Decker, a former editor-in-chief of Dragon, *is now the Development Manager for Wizards of the Coast's RPG R&D department. His previous* Dungeon *effort, "Secrets of the Soul Pillars," was one of the most popular installments of the Shackled City Adventure Path.*

Mt.Zogon
OH NO!! I SPENT ALL MORNING BAKING MUFFINS FOR THE NAGA'S PARTY, AND THEY'RE ALL MOLDY! IN JUST TWO HOURS!!
I CAN'T NOT BRING ANYTHING! I'D BE HUMILIATED! WHAT DO I DO, MUSHROOM?
BEATS ME.
MAYBE YOU'LL GET LUCKY AND THE PARTY WILL BE CANCELLED...
THAT'S A GREAT IDEA!
HELLO?
BY TONY MOSELEY
ZOGONIA.COM

WINGING IT

PART 3: THE MATH OF WINGING IT

BY MONTE COOK
BY KYLE HUNTER

The party has zigged when you thought they would zag. You just didn't have time to prepare an adventure this week. The whole session was a spur-of-the-moment thing. There are lots of reasons why you might get stuck winging an encounter, or a whole adventure. And it's not always easy.

In previous columns, I've discussed various strategies you can use to come up with ideas or create spur-of-the-moment encounters. But sometimes they don't work. Sometimes, the PCs decide to hunt down and kill the evil priest and his blackguard minion that have been sending undead to plague the village. You try to divert them or throw them a curve ball, but nothing works. They're at the door to the evil temple. You've got to run this encounter—and you haven't created the encounter at all. You don't have stats for the priest, the blackguard, or any of the minions they might have in the temple.

Getting out of this jam is going to involve an understanding of some of the numbers behind the DUNGEONS & DRAGONS game system. So bear with me.

I'll be using the term "interesting" in this column. In this context, "interesting" simply means that there's a chance of failure and a chance of success. The die rolls matter and the players aren't sure how things are going to go. A fight between a party of 10th-level characters and 3 standard goblins isn't interesting, and neither is a battle between a 3rd-level group and a pair of cornugon devils. Realistically, both are foregone conclusions no matter what the dice roll.

It's also important that you realize the following assumptions:

1. A "typical" D&D encounter, where the PCs face off against some guards or a monster that has a CR equal to or less than their level, lasts about two rounds. The "climactic" D&D encounter, where the PCs deal with a major foe, lasts about four to five rounds. Obviously, circumstances can vary this, but it's something to shoot for.

2. NPCs are both tougher and more interesting if you prepare them ahead of time. You can maximize what you want to maximize, and minimize what you want to minimize if you have the time. You can figure out exactly which magic items to give them, and which spells to cast.

Making Up Stats

Now, unless you're caught *really* unprepared, you have a *Monster Manual* with you. Thus, you won't have to make up monster stats, unless you're advancing the monster or giving it character levels. And if you're winging it, don't do that unless you really have to (see sidebar).

Referring to the MM doesn't give anything away. You'd do that whether you prepared for the session or not. You flip open the book. So the evil priest has a number of... let's say... howlers as guards.

The PCs fight the howlers, and this buys you a little time. Except, in the middle of the fight with the howlers, you realize that there's got to be a reason why the priest and his other minions aren't affected by all the howlers' howling. Whoops. That's OK. Play it as it lies. There's a field of permanent magical *silence* between the chamber where the howlers are and the rest of the temple—you're making this up as you go, so take advantage of that freedom and just stick things like that in there. The nice part is, that kind of "forethought" doesn't feel like something someone makes up on the fly.

I picked howlers at "random" because they represent something that happens when you wing it—some aspect of a monster or character that you've made up as you go along that ends up not fitting as well as you wished. This is the kind of thing you have to be constantly aware of. As long as you can provide at least

some modicum of an explanation, your players will probably be satisfied. Plus, it can lead to an interesting encounter itself—in this case, the PCs must make their way across a room or corridor filled with magical silence, which would be a great place for some warriors, fighters, or rogues to try to ambush them.

But that means you'll need some stats for warriors, fighters, or rogues, not to mention the evil priest (who's obviously a cleric) and the blackguard (who's probably got levels of both fighter and blackguard). For the low-level guards, you can also just use the NPC tables in the DMG, although there's still some winging to do. However, referring to those tables in the DMG does tip your hand, particularly if you do it for more than one encounter.

So you're probably going to have to make up stats on the fly. The following sections provide guidelines for doing so. Some are going to give only approximate results, rather than exact ones. Remember, though, that the players can't see behind the screen. They don't know what level and class every NPC they encounter is, what feats they've taken, or what their ability scores are. In other words, no one's going to be looking over your shoulder and saying that you did it wrong.

The stats these guidelines produce assume ability scores, magic items, and even spells likely already cast. You don't have to add anything—they're quick, dirty and ready to face off against the PCs. They're designed, in fact, to be figured while the PCs roll initiative.

Hit Points

As a general rule of thumb, figure 75% of maximum for an NPC's HD (figure max, divide it in half, and pick a number around halfway between the two). Don't worry about Con bonuses. So our 10th-level cleric has 60 hp (10 × 8 = 80 / 2 = 40, and halfway between 80 and 40 is 60). Our 7th-level fighter/3rd-level blackguard has 75 hp.

Or, use this rule of thumb: an NPC with hit points equal to the average PC level ×10 will likely be defeated in one round, and almost certainly will in two, once the PCs reach them—unless the NPC's got something special going on, like a really high AC, *displacement*, or some such. This is truer at lower levels than higher, but still a good rule of thumb. (And like CR, it assumes 4 PCs.)

Where does that number come from?

At 1st level: Foe has 10 hp. The fighter will probably inflict about 5 hp, maybe as much as 10. The wizard will probably inflict 2 hp, maybe 4 or 5 with his *magic missile*, unless he's doing something else (casting *shield*, moving into position, etc.). Between the cleric and rogue, one will probably hit for 3 hp, if both attack. On the second round, it's far more likely that the wizard and cleric will inflict damage rather than cast a miscellaneous spell or take some other action, and it's far more likely the rogue will be in flanking position to make a sneak attack.

At 10th level: Foe has 100 hp. The fighter charges and strikes for about 20 hp. The wizard blasts with a spell for around the same, or uses a spell to simply take the foe out (*charm*, *confusion*, *phantasmal killer*, *baleful polymorph*, etc.). The cleric might hit, probably inflicting about 10 hp. The rogue might also hit, probably for about 10 hp as well. Unless the foe's undone by a spell, he's unlikely to go down on the first round. The second round, though, the fighter's likely to double his damage output with a full attack, and the rogue's likely to sneak attack. The foe is toast.

This addresses the real issue at hand, which is NPC survivability, or—to put it another way—how long is the encounter going to last? If you want an encounter with a single foe to last three or more rounds, he's either got to have a gimmick (high AC, high DR, *displacement*, healing, etc.) or he's got to have around 20 times average PC level in hit points. The third option is to have more foes. Multiple foes change everything because they each draw attacks, force PCs to waste time moving around rather than dealing damage, and they both deal damage and/or debilitating conditions at the same time. In D&D combat, numbers are incredibly important, which is why a group of four PCs can routinely take out a foe that's "too powerful" for them.

So, our cleric and blackguard, whose hit points might be a bit low, will fight alongside each other, maybe with some low-level lackeys to serve as front rank "cannon fodder." With that in mind, you can plan on them fighting a group of say, 9th or even 10th-level PCs, for maybe four or even five rounds (considering the evil cleric can heal himself and the blackguard), which is a nice climactic encounter.

Armor Class

You can base Armor Class on character class, figuring that a character that can wear heavy armor, such as a fighter, paladin, or cleric has an AC of 18 + half its level, and a character class that wears no armor or light armor has an AC of 15 + half its level.

However, you can ignore that as well, and assume that AC is more a function of level than anything else. (With Dex-boosting items, deflection, and natural armor items, spells, and so forth, it's almost as easy to boost AC without armor as with it.) If you're willing to go this route, the rule of thumb is this: the minimum interesting AC = 10 + average PC level. Really tough AC = 20 + average PC level. Most NPC Armor Classes should fall somewhere between these two numbers.

In this case, "interesting AC" means that the fighter will hit, but everyone else has a chance to hit, although it's not guaranteed (and at higher levels, the fighter's iterative attacks are still interesting). "Really tough AC" means that the fighter has a tough time hitting, and the other classes have a very difficult (if not impossible) chance. Basically, the fighter's BAB is "negated" and his other attack bonuses make the difference.

For example, at 1st level, AC 21 means that a fighter with a BAB +1 must roll a 20 to hit. While at 15th level, AC 35 means that the same thing (fighter BAB +15). However, at 1st level the fighter's got a decent Strength (say +2), Weapon Focus (+1) and a masterwork weapon (+1), for a total bonus of +5. Now he hits on a 16+. He's still missing most of the time, but it's not impossible. And if his cleric friend casts *divine favor*, it makes a big difference.

At 10th level, the fighter's got a better Strength, possibly magically enhanced (+4), Weapon Focus (+1) and a magic weapon

(+2), for a total bonus of +17. Now to hit the really tough AC of 30 (20 + 10), he's got to roll a 13+. He's still going to miss more often than not, but the really tough AC isn't as challenging as it was when he was low level, which is a good thing (rewarding him for being higher level).

At 20th level, the fighter's got an amazing Strength, certainly magically enhanced (+6), Weapon Focus (+1), Greater Weapon Focus (+1) and a great magic weapon (+5), for a total bonus of +33. Now to hit the really tough AC of 40 (20 + 20), he only needs a 7 on the die. He's going to hit most of the time. But his second attack will need a 12+, which is interesting. So even against the toughest AC, he's going to hit at least once a round (again, the reward of being high level).

When winging it, jot down the AC you decide on your notepaper so you don't forget in the course of the battle. The players *will* pay attention to what numbers hit and miss and if there's an inconsistency, they'll notice (although such things can be explained away with Combat Expertise skill and similar feats).

Attack Bonus

An opponent's attack bonus is the significant game stat that is most invisible to the players. They don't know what numbers you're rolling or what numbers you're adding to the roll.

Use class to determine total melee attack bonus:

Fighters, Barbarians, Rangers, etc.: Attack bonus = NPC level × 1.5. Even though their BAB is equal to their level, they have a lot to add to their attack bonus besides BAB: Strength bonuses, Weapon Focus, masterwork or magical weapons, and so on.

Clerics, Druids, Rogues, etc.: Attack bonus = NPC level.

Wizards, Sorcerers, etc.: Attack bonus = half NPC level. They rarely have much to add to their attack bonus besides BAB.

For ranged attacks, if you want to, you can boost a Dex-based NPC (likely a rogue, but maybe also a sorcerer or wizard) by +1 or +2 when making ranged attacks, and subtract –1 or –2 from the attack roll of a Strength-based NPC (like a fighter).

Damage

Damage is based on weapon type—the only thing you need to wing is the damage bonus. As a basic rule of thumb, for fighters and their ilk, add half the NPC's level. For everyone else, add a quarter of the NPC's level.

Spells

Casting spells on the fly is easy when you remember that the NPC spellcaster is likely only on the scene for 2 to 4 rounds. That's only 2 to 4 spells that are cast "on stage." The caster is likely to cast his best spells first, so just divide his caster level by 2 (round up for a wizard, round down for a sorcerer) and assume he casts two spells of that level in the encounter, and then follows up with spells of one level lower. So a 6th-level wizard casts two *fireballs* and then casts *invisibility* on himself.

Our example 10th-level cleric can be assumed to cast *righteous might* and *flame strike*, and then wades into melee. In the case of a major spell like *righteous might*, the above statistics for hit points and attack bonuses do *not* reflect his capabilities and you should take the time to quickly refigure them (you'd have to do that even if you prepared, so that doesn't blow your "cover").

Saves

Every character class has good saves and poor saves. Add half the NPC's level to his good save bonus, and a quarter to his poor saves.

Everything Else

Very little else really matters in most encounters, and when it does, you just have to come up with something. Need a touch AC? Subtract the armor bonus from the NPC's total AC. Need a skill check? Use the NPC's level as the modifier. Don't worry if an NPC's got Combat Reflexes, Cleave, and so on, until the situation begging the question actually comes up, and make the decision then.

Loot!

If at all possible, end the session before a defeated foe's loot is examined, or at least identified. If not, just come up with whatever. Fighter type characters usually have magic weapons and armor. Spellcasters have scrolls, and many have a wand. If the wizard had an AC that was obviously in the 20s, he probably has *bracers or armor*, a *ring of protection*, or an *amulet of natural armor* (or a combination of two or even all three). Ability score boosting items like a *belt of giant's Strength* or *gloves of Dexterity* also work well. You're best off not introducing a strange magic item (*ioun stones* or a *Daern's instant fortress*, and so on) unless you made a point of introducing it in the encounter. It's weird and unsatisfying when NPCs don't use their own equipment well. (If you wing it a lot, it's useful to pick a single item like a *ring of shooting stars* or a *cloak of displacement* and mentally throw it into the above assumptions for stats and capabilities.)

Obviously, the blackguard doesn't have a *flaming longsword* unless you described his sword as such during the fight. If the evil priest has a scroll of *summon monster VI*, it's strange that he didn't use it.

And don't forget, cash is fine loot that everyone appreciates.

Next Time: Dirty little DM tricks.

Monte Cook is the author of the Dungeon Master's Guide. *Check out his publishing company, Malhavoc Press, at montecook.com.*

Advancing Monsters

Don't use the actual rules for advancing monsters if you're playing on the fly. Give a monster max hit points and a +2 bonus on attack and damage rolls and figure that's about a +2 bump in CR. Give a monster double max hit points and a +6 bonus on attack and damage rolls and call it +4 CR.

If you're giving a monster character levels, only focus on the primary aspect of the character. A troll with 6 fighter levels is +6 on attack rolls and has about 45 more hit points. A troll with 6 sorcerer levels casts spells up to 3rd level. Forget the rest.

BEHIND BARS

BY MICHAEL KORTES
BY KYLE HUNTER

"*Let's bust Luxanion out of here and split before the spell wears off and the guards wake up.*"

"*Hold it! We can't just leave the rest of the people here to the castellan's mercy!*"

"*Uh, we can't?*"

While some prisoners are guilty of heinous crimes and others are but innocent victims, all of them have a story to tell. Here are 20 prisoners to mix and match for the next time you need to deposit a few incarcerated individuals into an adventure.

1. **Andimach Greytallow** (N male human warrior 6) was jailed for desertion after he panicked and abandoned his post following an attack by gnoll raiders. Ashamed of his past, Greytallow hopes to leave the city to start his life over after he is released.
2. **Myra** (CG female human commoner 3) witnessed a murder of passion by a high-ranking official during her time as a young serving maid. She was quietly dragged off to jail to ensure she would speak to no one until the matter blew over. Ten years later she has been long forgotten and is presumed insane.
3. **Tetin Mastminder** and **Oman the Rock** (both N male human expert 2) were set adrift on a boat after their ship was overrun by pirates. These two sailors drew the long straws and survived by eating one of their fellow shipmates. Once they were rescued and returned to port, the magistrate rejected the sailors' defense of necessity. Their experience has changed them: having tasted flesh, both men will acquire the wendigo template in a few weeks (*Fiend Folio* 186).
4. **Lady Y'skimilia** (LE female human aristocrat 1/necromancer 7) was caught animating the dead to supplement the overnight labor force of her family's merchant company.

Her husband should have the necessary bribes to secure her release in place shortly.

5. The terrifying legend of the vicious bandit **Sszyla the Elf-Eater** (CE male lizardfolk ranger 3) necessitates a public execution so that the countryside can be assured he is truly dead. Sszyla swears to all who can understand Draconic that he will return for his unfinished meal.
6. The infamous arsonist **Uncle Azer** (N male human rogue 10) was recently hired to by a merchant to harass a competitor. The watch collared him after he employed Use Magic Device to use a scroll of enlarged *fireball* to burn down a warehouse from 400 feet away. His high Bluff bonus, coupled with his lack of natural arcane ability and distance from the scene, just might be enough to persuade the court that there has been a mistake.
7. **Skavinjar** (NE female aranea sorcerer 4) is disguised as a female elf. This predator turned herself in four days ago, confessing to a theft. Now she has secured a supply of food that has nowhere to run. She uses *knock* spells to come and go from her cell as she pleases.
8. **Zye** and **Xya Candleblade's** (LG male and female aasimar paladin 3) haste to destroy a vampire spawn has resulted in an unfortunate misunderstanding: the twins now stand accused of grave robbing. Although they speak Celestial, their Common is very hard to understand.
9. The former guardsmen **Sergeant Szordaylis** (NG male human warrior 2) knows he brutally murdered his superior officer, but cannot remember why. Unbeknownst to him, Szordaylis was manipulated by a disguised lamia and with the aid of *suggestion* spells was used as a pawn in an intergenerational plot of revenge. He awaits his hanging in two weeks' time.
10. The slave trader **Corserythe** (NE male human commoner 2/rogue 2) was caught selling slaves to the Ebon Triad for their use in the creation of a blood golem of Hextor. Fearing the Triad more than the law, he refuses to cooperate.
11. **Pentacle Petrav** (N male half-orc conjurer 8) was a successful bookie who ran a popular underground tournament featuring fights between summoned monsters. After a fiendish giant wasp accidentally killed an important patron, "Pentacle Petrav's Summoning Circus" was shut down and the conjurer was placed behind bars.
12. **Forish's** (N male half-elf expert 3) pet dire wolf went on a rampage and had to be slain by the watch. Unable to make restitution, Forish is now serving out a lengthy sentence.
13. **Ij'Dahl** (LG male halfling monk 6) was accused of fraud-by-sorcery after he defeated several of the ruler's best men to win first prize in a major archery tournament. The allegation, although baseless, is almost understandable. In the final round Ij'Dahl closed his eyes and relied upon his Zen Archery and Blind Fighting feats. Ij'Dahl's code of conduct prohibits him from attempting to escape, and he politely declines any offers of assistance.
14. The former adventurer **Poddybo Castlecrafter** (CE male gnome bard 3) didn't realize that the *Crimson Globe*, the *+3 Small heavy mace* he found beneath a set of goblinoid ruins, was actually a *mace of blood*. The *Globe's* whispers twisted Poddybo's alignment and spawned the horrific killing spree that ended with the innocent-looking gnome's incarceration here. If freed, he seeks only to recover the *Crimson Globe*.
15. Rumors abound that **The Chicken Man** (NE male human monk 12/assassin 5) directs the local assassins' guild from his private cell. Surrounded by enemies and consumed by madness, the grandmaster decided confinement was the safest place for him. The rumors are only partially true: the Chicken Man works alone—he is his own guild. He uses his abundant step ability to leave and return at will, relying on his imprisonment as a perpetual alibi. His madness is feigned.
16. **Noam the Highborn** (N male human aristocrat 2/ranger 3) finally achieved his life-long hunting ambition of bagging a unicorn, only to be captured by a circle of half-fey druids. Because the circle owed a personal debt to Noam's brother, Noam wound up in jail, instead of in a grave.
17. After a local baron lost a dangerous duel to his rival, he decided to blame his high-priced dwarven armorer, **Horadin Shieldlander** (N male dwarf expert 7), and had him tossed in jail. As it turns out, there is more to the baron's rage than sour grapes. Horadin crafted a latent defect in the baron's chest plate and then placed a bet against his client, hoping his winnings would wipe out his burgeoning debt to the district's thieves' guild.
18. **Vishka the Coinspinner** (CN female human simulacrum rogue 5). Tired of being pursued by bounty hunters after her notorious theft of a masterpiece, Vishka quietly purchased a *simulacrum* on the black market. She then ordered her duplicate to be captured so it could sullenly serve out her sentence.
19. Before **Justice Amaranto** (N male human aristocrat 2/expert 6) was caught accepting a sizeable bribe, Amaranto was responsible for sentencing several of his nearby cellmates. He knows his days of survival in prison are numbered and is desperate to get out.
20. A runaway bride, **Iskapella** (NG female human commoner 1) was arrested at the behest of the groom's powerful family after she reneged on her engagement pledge. Iskapella fled after she uncovered that Odollos, her betrothed, was a yuan-ti pureblood. In fact, the dejected Odollos is quite human; Iskapella was the victim an illusion cast by a jealous admirer of Odollos.

HAVE YOU HEARD?

BY TREVOR JANES,
BY JIM ZUBKAVICH,

Many adventures begin with a well-placed rumor. But what the PCs hear and what they want to know isn't always the same thing. After all, Gather Information isn't a precision tool. Here is a list of 25 rumors and events that can add realism and dimension to the conversation in any tavern within a large city.

1. The jeweler Jarwin Quickflint died in his sleep. The will says that his two layabout sons stand to inherit his business, but all his gold goes to a charity for orphans. The sons are furious!
2. Juno Drinkwater, an elf ranger who frequents a local tavern when he's in town, dropped by recently and announced he's organizing an adventuring party. Beowin Goodly, the barrel maker, told his friends that he's going to close his shop and join the party if Juno will have him.
3. Nigel the fishmonger got caught using a rigged weigh scale and an angry mob tore down his booth. He claims it was a misunderstanding.
4. The city watch arrested a drunken man they caught relieving himself on a city councilman's gate, but when he identified himself as another city councilman, they let

him go without question. Nobody knows what caused the incident.

5. Dal the blacksmith entered the annual weaponsmithing competition of the Blade Brothers Guild, and he won! Nobody even knew he could make swords. Now the guild has commissioned another ten longswords from him. He's going to be rich.
6. A priest of St. Cuthbert was beaten nearly to death and robbed of a gold chalice inside his own church. That night, an unlit shack in the beggar's district was blown to bits by a bolt of lightning and then drenched with acid rain. Several men ran out screaming as their skin smoked and their clothes burned. Next day the chalice was reportedly back in the church.
7. A local bartender heard a rattling noise inside an empty ale barrel as he was rolling it into his storeroom. He opened the barrel and found a silver hair comb inside. What luck!
8. A bard performing last week sang a hilarious song about an arrogant city official who doesn't realize that his eagerly unfaithful wife has made him a laughing stock. The next day the city guard came and arrested the bard. The sergeant whispered that a magistrate named Eremont had ordered the arrest as soon as he heard about the song.
9. A warehouse burned to the ground a few nights ago. The whole neighborhood almost went too, but a cloaked figure arrived and created a *wall of ice* that kept the fire from spreading. Some people think it was the old alchemist whose shop was threatened by the fire, but the alchemist insists that he doesn't know anything about it.
10. City guards found a fencing ring operating in a monastery. A pickpocket tipped them off in exchange for leniency in front of the judge. Apparently, fake monks were running the whole thing. Officials aren't sure if they got the whole group.
11. The *Lady Down*, a cargo ship that was three months overdue and presumed lost, arrived in port yesterday without the captain, the first mate, or the cargo. The crew said they ran aground in a storm and hostile natives killed the captain and the mate. Then they traded the cargo for their lives and spent weeks trying to find their way home. The ship's owner, a powerful merchant, is suspicious of their story, especially since the vessel shows no signs of damage.
12. Thieves stole a valuable magic item from a nearby dealer of curiosities. The dealer denies the theft, and some people think that he stole the item in the first place and that's why he won't report it to the authorities.
13. Shella, the seamstress who owns a little shop down the street, is starting to look a little pregnant, but nobody has the nerve to ask her because she isn't married.
14. A caravan from the south apparently caused an outbreak of cackle fever in the city. Theaters were closed for a week to prevent the spread of disease. Now anybody who even snickers while waiting in line to enter through the south gate gets turned away.
15. Lord and Lady Hardnod's beautiful daughter Janna has just become eligible to marry. Suitors with acceptable credentials can request an invitation to a gala ball being given next week to honor the event.
16. The famous bandit leader Rogo the Razor broke out of prison and there's a reward of 1,000 gp for anyone who gives information that leads to his capture. If you bring him in yourself, alive or dead, the reward is 5,000 gp!
17. The royal seer predicted a crop failure followed by a harsh winter. The city guard was called out to control the mob that converged on the food market.
18. Sixty people in the same neighborhood got violently sick on the same day. Investigators were baffled until someone discovered the body of a dead half-elf in the well. With it was a sack containing broken flasks. They had to get a priest to purify the water.
19. Arlo Jass, a wealthy merchant, bought a *headband of intellect* from a halfling stranger who was offering it at less than half its normal value. It worked, but it was also cursed, forcing Arlo to speak only the truth. He paid a handsome price to have it removed, but not before his wife found out about his mistress and his secret cache of gold buried in the cellar.
20. The barmaid's sister, Gabriella, is getting married next week to a local painter. He's dirt poor and the barmaid is worried about her sister's future.
21. The king's men have posted announcements that taxes will be increased. The sign says it's to pay for new soldiers to protect the city, but some people have heard he's constructing a summer palace.
22. Assassins slipped past estate guards and attempted to kill the Duke of Andermeer as he slept, but the attempt failed when one of them stepped in the duke's chamber pot as he approached the bed, waking everybody and alerting the guards.
23. Viceroy Brigg's 14-year-old son is missing. Everyone thought he'd been kidnapped, but there's been no ransom note. Some people think he ran away because his father has betrothed him for political reasons to a girl who's said to have all the warmth of an aboleth and a face to match.
24. The moon looked blood-red last night. Some people say it's a bad omen.
25. Short Sam, the beggar, swears that he knows a terrible secret but he can't tell anybody because if he does, a fatal curse will befall that person the instant they hear it.

SWORDS OF LEGEND

BY ASHAVAN DOYON
BY KYLE HUNTER

A goblin commander lurks in the shadows of the dungeon, a ruthless warrior ready to destroy the PCs. There's only one problem. When the characters take his *+1 longsword* from his cold, dead hands, the bard (whose player wrote ten pages of character history) will want to use bardic knowledge to figure out what the sword does.

Sometimes a *+1 longsword* is just a *+1 longsword*. Players understand that. On the other hand, a truly evil hero deserves a truly epic weapon. It's worthwhile to come up with a story behind the treasure, especially if your players enjoy learning about the history of your campaign world. A player may not appreciate the generic *+1 short sword*, but may feel well rewarded by *Blacknife*, the legendary blade of the famous halfling assassin Eskir the Short. Items with history are a good way to reward players, and can also lead to further adventures. Perhaps *Blacknife's* counterpart *Adder Fang* is out there, waiting to be found.

Six legendary weapons are included here, each with a brief history. Sprinkle them within treasure hoards or give them to powerful NPCs. Following each

weapon is a list of possible game equivalent weapons, ranging from relatively mundane to extremely powerful. Following each description are some suggested Knowledge check DCs that allow the PCs to learn this information.

THE BROKEN BLADE

This sword, sundered in battle ages past, resurfaces every few decades. *The Broken Bade* is utterly useless as a weapon in battle, but the purpose of its enchantments is said to go far beyond simple combat. Among other abilities, the *Broken Blade* is said to allow its wielder to disguise his appearance and magically ward off blows. Furthermore, each of the four ruby gemstones on the sword's hilt is rumored to have additional properties. Every so often, usually following the demise of a wielder who never shared the secret of the weapon's power, the sword is discarded once more, to be found decades later rotting in a dungeon or in the waste heap of an otyugh. Bardic knowledge DC 25.

Suggested game equivalent: The sword itself, while useless as a weapon, gives the wearer the benefit of a *luckstone*. Treat each of the four ruby gemstones as the equivalent of a *minor ring of spell storing*.

DEWDROP

The sword of the elven adventurer Illarian, *Dewdrop* features prominently in elven lore. Learned elven sages say that Illarian married a great wizard who enchanted *Dewdrop* with spells so powerful that few could safely wield it. Even they cannot say what the enchantments upon *Dewdrop* may have been. The elven nations have searched for centuries for the weapon, but there is no reliable description of it. *Dewdrop* remains a symbol of the might, power, and elegance of the elves, and the elven nobility often claims ownership of this mythical weapon as their birthright. Some say that *Dewdrop* carries markings that the wise might use to identify it, should it be found. Bardic knowledge DC 25.

Suggested game equivalents: *+3 scimitar, +1 merciful short sword, +2 defending bastard sword.*

LARENWORTH'S EDGE

Larenworth led the armies of an ancient empire now lost in antiquity. Although a worthy and competent soldier, Larenworth made some poor choices. Early in his career he allied himself with a young king who later became one of the most hated tyrants of the age. Larenworth's blade, the mystic *Edge*, became a symbol of terror throughout the world. He ended his life in the service of the tyrant, and his famed sword disappeared upon his death. A blade of pitch black etched with golden runes, *Edge* was rumored to cut through solid stone with ease. Knowledge (history) DC 15, bardic knowledge DC 20.

Suggested game equivalents: *+1 longsword, +2 keen longsword, +4 mighty cleaving vorpal longsword.*

MAGEDEATH

Even within learned communities, most sages doubt that this blade ever existed. Some say *Magedeath* is not a weapon at all, but an illness that attacks those with arcane spellcasting abilities. With such an ephemeral body of knowledge surrounding it, the only certain thing about *Magedeath* is that nothing is certain. Reliable sources claim that this weapon has been used to devastating effect against the mage king of Alandar, itself a city-state that none are sure actually existed. The reports supporting *Magedeath's* existence say that it protects its wielder from even the most deadly magical attacks. Bardic knowledge DC 25.

Suggested game equivalents: *+2 longsword, +1 speed longsword,* masterwork longsword (functions as though the bearer wears *spell resistance armor* when wielded).

ROLANDIR'S REVENGE

The archmage Rolandir served the armies of his king loyally for over 30 years, rising from an obscure wizard serving alongside the troops to one of the most trusted advisers to the king. In time, others serving the king came to hate Rolandir, and their whispered voices in the ears of power had him exiled. Rolandir responded secretly, with gifts of power. Masking his identity, he provided each of those responsible for his exile with a potent magic weapon whose arcane might bore with it a terrifying curse. The curse of the blades was simple and elegant. Any place the wielder considered "home" became anathema to them. Cursed with a multitude of ailments while they lingered, they were forced to abandon their homes. Wherever they went, the curse pursued them, for any place they settled down only renewed its power. The advisers, unable to free themselves from *Rolandir's Revenge*, were driven into abysmal wandering existences. Rolandir and the advisers are long since dust, but *Rolandir's Revenge* continues to inflict itself upon all who find the accursed blades. Knowledge (history) DC 20, Knowledge (nobility and royalty) DC 15, bardic knowledge DC 20.

Suggested game equivalents: *+3 icy burst longsword, cursed* (requirement: bearer suffers 1d4 Con damage a day when within 10 miles of "home"), *+1 vorpal longsword, cursed* (sword functions normally, but possessor is afflicted as though disobeying an unfulfilled *geas* requirement if within 50 miles of "home")

SILVERFIRE

Also known as the *Blade of Light and Fire*, *Silverfire* has been handed down from one champion of light to another, until it was lost 50 years ago. The mage Elbrith created the silver longsword to aid his brother Brion in a feud against a wererat incursion. Brion died in his life-long fight, but the war was carried on by a succession of heroes who had lost family members to the curse of lycanthropy. Over the centuries the sword came to symbolize the fight against evil, and few, even among the wise, remember its original purpose. *Silverfire* is an easily recognized blade of silver that glows with blue eldritch flame. Rumor suggests that evil humanoid races may now hold the sword. Knowledge (history) DC 15, bardic knowledge DC 20.

Suggested game equivalents: Masterwork silver longsword, *+2 silver shapechanger bane longsword.*

INNS AND LODGING HOUSES

BY ALEC AUSTIN,
BY JIM ZUBKAVICH,

No self-respecting adventurer would pass up the chance to sleep under a roof without a good reason. Trekking through the wilderness is exhausting, and there's nothing like a hot meal and a soft, clean bed at the end of the day. As hospitality can be a rare thing in the wilds, a safe place to stay is a treasure indeed.

BRAND'S TAVERN

Far from civilization, a solitary stone building stands inside a whitewashed wall. This is Brand's Tavern, run by a dark-eyed and taciturn man with a seven-pointed star seared into the palm of his left hand. **Brand** (LN male tiefling fighter 4/rogue 10) holds himself aloof from what happens beyond his walls, but he requires that his guests display tolerance and restraint within its bounds.

This policy is important, as Brand's Tavern caters to monsters as well as humanoids. Ogre magi, sphinxes, and lamias mix with elves and humans in the common room, and Brand treats them all with a courtesy and respect that he expects to be reciprocated. Those who attempt to take advantage of his hospitality suffer the wrath of Brand's bouncer, **Hazalak** (LE male barbed devil), the serving staff (**Jerria, Meluseine, and Lorris**: all N female elf rogue 6), and the tavern's other patrons. For those who respect its rules, however, Brand's Tavern can provide a welcome respite from the perils of travel, as well as an opportunity to become acquainted with some of those perils over dinner.

Brand charges ten times the prices listed in the *Player's Handbook* for meals and lodging, but the accommodations at Brand's Tavern are of the finest quality.

THE EMERALD CARAVANSERAI

A jewel of green amidst a trackless waste, the Emerald Caravanserai is a single

sprawling building built of unfired clay bricks. While from a distance it seems an oasis, a closer look reveals that all the plants are growing on or within the building, apparently kept alive by the contents of a single well.

The caravanserai's proprietor is **Turwas Jabel** (NE male human druid 7), whose power sustains his gardens and provides his guests with enough water and food to continue their journey across the wasteland. Turwas acts unctuous and servile in public, but if characters display their wealth too freely or anger him by maligning the caravanserai's accommodations, he alerts his allies among the local tribesmen to the characters' travel plans. If the PCs have attracted Turwas's ire and are the caravanserai's only guests, he calls on the tribe of grimlocks that dwells beneath the caravanserai to attack the PCs in their beds. Turwas's servants know to lock themselves into their rooms during such attacks, and if the PCs have been kind, one of them may try to warn them of their master's treachery.

THE INN OF THE BLACK HART

The Inn of the Black Hart has seen better days. Its tables are gouged and scarred by knives, its common room is dim and smoky, and its bedrooms are cramped and drafty. Still, the venison it serves is second to none, and its meager accommodations are still better than sleeping on the ground.

Susanna Jaeger, a widow whose husband was killed by an immense dire boar (known locally as "the Beast") while he was hunting for truffles, runs the Inn of the Black Hart. Since the tragedy, her anger over her husband's death has led her to neglect her two daughters, Anya and Theodora, who do most of the cooking and other work. If anyone hunts down the Beast and kills it, Susanna mounts its head over the fireplace and offers the PC free lodging for life. Likewise, if the party contains a ranger, druid, or other character skilled in the wild, **Theodora** (NG female human ranger 2) begs them to take her with them so she can seek her fortune.

GUNNAR BJORNSON'S HALL (EL 11+)

High in the mountains, an immense longhall overlooks a snowy pass, built to giant-sized dimensions. **Gunnar Bjornson** (LE male frost giant fighter 1) and his wife **Helga** (NE female frost giant) live here with their three children, and if Gunnar encounters characters wandering in the snow, he hails them in the spirit of peace and offers them the shelter of his hall for the night.

Characters who accept Gunnar's offer are seated in places of honor and served the choicest cuts of meat. After dinner, Gunnar gets to business. He and Harald, the frost giant who claims the far side of the mountains as his territory, have had a falling out, and he hopes to convince the PCs to help him kill Harald. He attempts to exploit the characters' sense of obligation and honor, if any, as well as offering them their pick of Harald's treasure.

If the characters assist Gunnar in killing Harald and his two brothers, Gunnar declares eternal friendship with them and allows them to stay overnight whenever they wish. If they refuse, he becomes quite disgruntled, and he and Helga may try to kill them in their sleep.

RENGEL'S FARMSTEAD

The interior of Connor Rengel's home has become a familiar sight for travelers over the years. Though his family is not well-off, Connor holds to the old tradition of hospitality, and any traveler who asks him for a place to stay for the evening is treated to Ma Rengel's cooking and is pumped for tales of adventure and far-off lands by the Rengels' seven children.

Though the Rengel home is expansive and filled with bedrooms, the PCs are unlikely to be the only guests taking advantage of Connor Rengel's hospitality on a given evening, so having to sleep in the barn is a real possibility. While Connor refuses direct payment for putting up characters, he gladly accepts gifts. As a result, his house was *hallowed* several months ago and minor magical knick-knacks adorn his mantelpiece and his childrens' toy chests.

Though the Rengels live far from the nearest city, their home lies along a minor trade route, and their network of friends and acquaintances spans the kingdom. As a result, the family's opinions and recommendations can carry surprising weight.

THE PORTENT **PETER BERGTING**

FINALLY VACATION! IT'S BEEN WAY TOO LONG.
I HOPE THEY'RE NOT UPSET ABOUT LAST TIME...
?
BUSINESS OR... WAIT A MINUTE! YOU'RE THAT CREEP WHO TRIED TO INVADE US LAST YEAR!
CUSTOMS
OH YEAH! WELL NOT THIS TIME! WE'RE JUST HERE FOR SOME FUN IN THE SUN! WHICH WAY TO THE BEACH, MEATHEAD?
YOU JUST HAD TO INSULT HIM!
WWW.THEPORTENT.COM

Downer VIII

Fool's Errand

TWO DAYS ON THE RIVER, AND IT'S TURNING INTO A FRIENDLY LITTLE CRUISE. THE PIRATE CAPTAIN, DAMN-IT-ALL DOYLE, AND HIS CREWMATES ARE CLEARLY CRIMINAL SCUM. WE'RE ALL GETTING ALONG GREAT. EVERYONE EXCEPT THE CRANKY ELF BROAD. SHE'S NOT HAVING ANY OF IT. THE DOWN TIME HAS GIVEN ME A LITTLE TIME TO STEW ON THIS WHOLE QUEST. I WONDER HOW THE WAR'S GOING IN OUBLIETTE.

"WE LEFT OUBLIETTE JUST AS THE INVASION BEGAN."

I DON'T THINK MR. KUCKOO OR I KNOW ANYTHING YOU DON'T.

"A SMALL GUERILLA FORCE OF KALRO'S THIEVES AND GRIMLOCK MERCS SEEMS TO KEEP THE DEVILS OFF BALANCE. STRANGELY, THE TEMPLE OF LOLTH IS STILL SEALED. NO HELP THERE."

WE'RE COMING ON A *NASTY* STRETCH OF HAUNTED RIVER--

GET EVERYONE INSIDE. SOUNDS LIKE ASTRID IS ALREADY HAVING PROBLEMS WITH THE DEAD.

DAMMIT LOOPS, PLEASE JUST GO! IT'S OVER. YOU'RE DEAD. IT'S SICK AND WRONG.

I UNDERSTAND.

GOODBYE.

Story and art by Kyle Stanley Hunter. Lettering by Sean Glenn. Downer & ©2004 Kyle Stanley Hunter. A Super Unicorn production. www.superunicorn.com

BY CORELLON, WHAT AM I DOING?
ASTRID?
STAY BACK!
WOAH, TAKE IT EASY. YOU'RE NOT THE ONLY ONE WITH DOUBTS OVER THIS RIDICULOUS ERRAND.
SORRY. I JUST NEVER THOUGHT I'D TRUCK WITH PIRATES, THE UNDEAD AND ABERRATIONS!
AAIIEE
HUH!? WHAT THE!?! DOYLE! DOWNER! HELP! HELP!
HOLY HELL! BLOOD MIST, CRIMSON DEATH! I HOPE YOU BOYS BROUGHT +1 WEAPONS.
$#!@! IT'S UP IN THE TREES. WHERE'S OUR BLOODY GHOST!?
TO BE CONTINUED

JUNGLE TRADING PORT
Feet
0
100
200
300
400
500
WEST

DUNGEON #130

MAP & HANDOUT SUPPLEMENT

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William O'Connor

Within the circle

by Sam Brown

Baron Joaquim Wildhurst wants to uncover who is behind the House of the Circlet, a shady organization secretly responsible for his rise to power. He needs a group of discreet adventurers to undertake a secret mission to one of their abandoned strongholds and bring back the answer he desperately seeks. A Forgotten Realms adventure for 1st-level characters.

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William O'Connor

Baron Joaquim

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Robert Lazzaretti

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Nick Stakal

THE PALACE OF PLENTY

by Tito Leati

The fair Yayosei were the children of an ancient tribe of benign river spirits, until they tried to preserve their paradise by trapping the power of the Void Dragon. Their home was indeed preserved, but at a terrible cost. Today, the descendants of the Yayosei have degenerated into beasts, but what remains trapped in the Palace of Plenty is much worse. An *Oriental Adventures* scenario for 10th-level characters.

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SUPPLEMENTAL TEXT

The following area descriptions were inadvertently omitted from "The Palace of Plenty" in *Dungeon* #130.

9. Great Pagoda

The inner walls of this wooden, fifty-foot tall pagoda are lit by a supernatural glow, similar to the sun seen from underwater. The pagoda is empty, except for a five-foot-tall square dais in the middle of the floor, where a large gong stands. The gong's disk hangs from an eight-foot-tall frame of lacquered wood, and has a diameter of four feet. The gong's mallet hangs from one of the four vertical poles of the frame.

The pagoda was used by the Amata no Sei for powerful *commune* rituals. The gong's disk is made of pure platinum (see Treasure). When hanging on the frame, the gong's disk is the equivalent of a *gong of dispelling*. Each time the gong is sounded, every creature and spell effect in a 30-foot radius is targeted by a *dispel magic* effect, CL 9th. It has an unlimited number of charges, but may not be removed without destroying its enchantment.

Treasure: The gong's disk weighs 60 pounds and is worth 12,000 gp for the value of the platinum.

10. Entrance

The floor of this entryway is decorated with an abstract but lively mosaic of lacquer tiles. A fifteen-foot-wide cupboard stands along the north wall beside a door. Other doors stand closed in the middle of the south wall and east wall.

The cupboard is full of traveling clothes and accessories. A pouch in a hidden recess (Search DC 22) contains the Treasure.

Treasure: 3 vials of *elixir of sneaking* and a *figurine of wondrous power* (serpentine owl).

11. Stairway

An ornate wooden staircase occupies this room. A mosaic of polychrome colored glass tiles on the thirty-foot-high ceiling illuminates the central shaft.

The staircase leads up to the great balcony above (area **23**).

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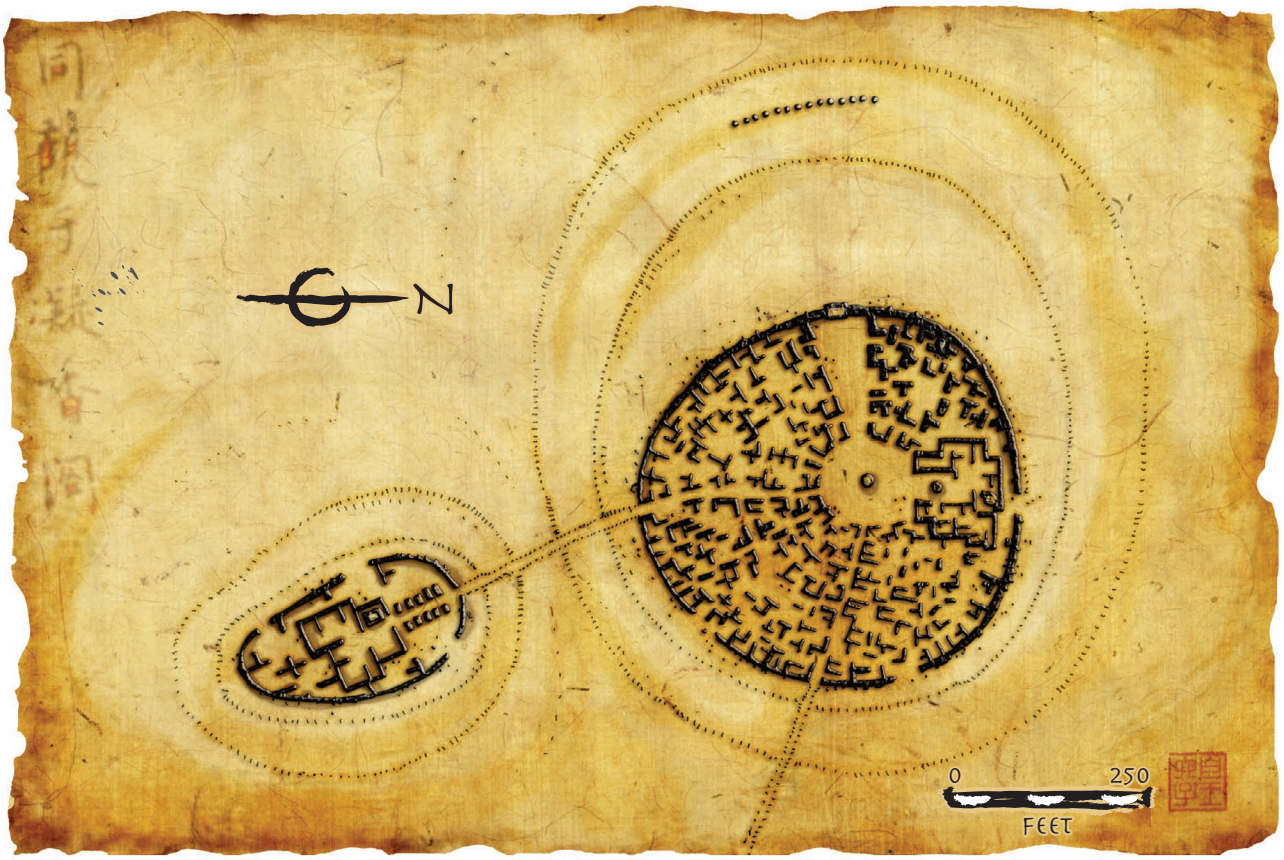

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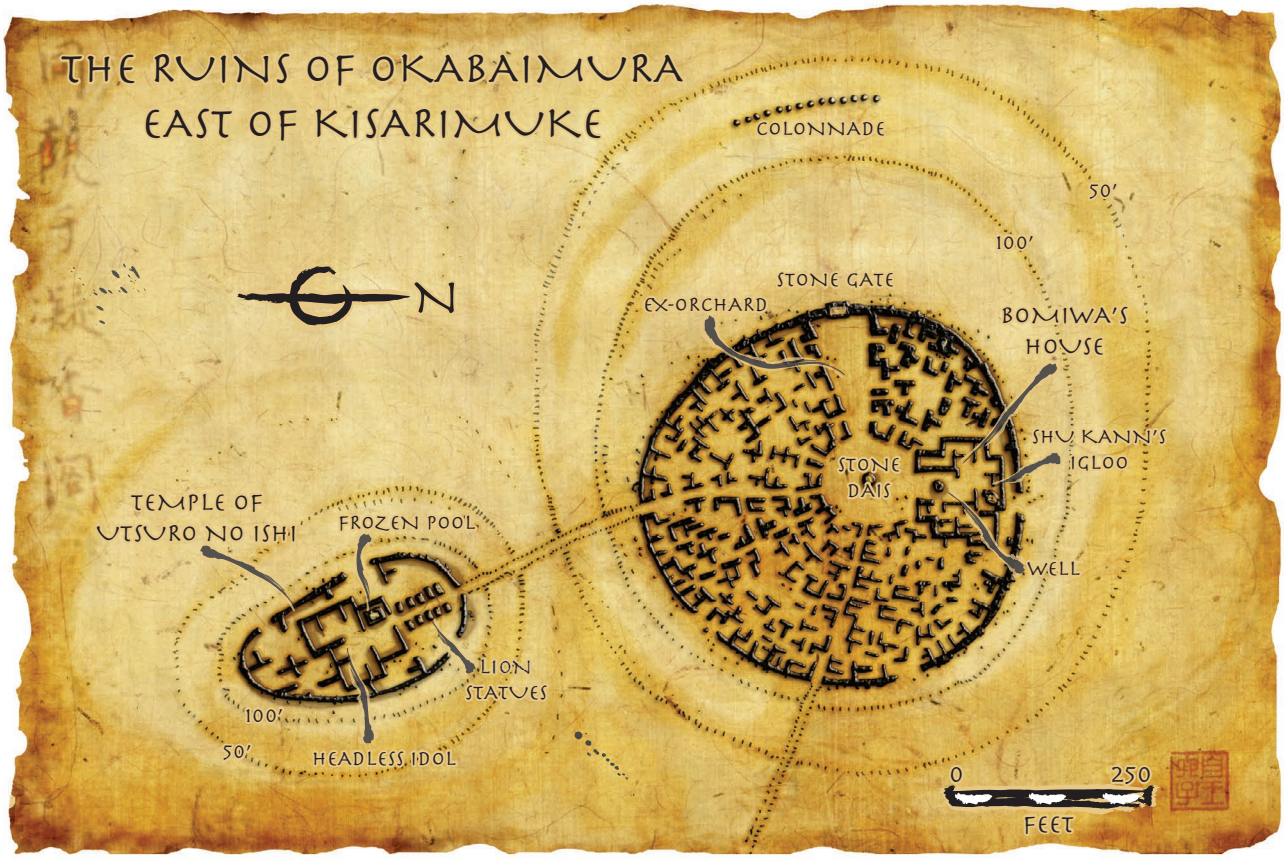

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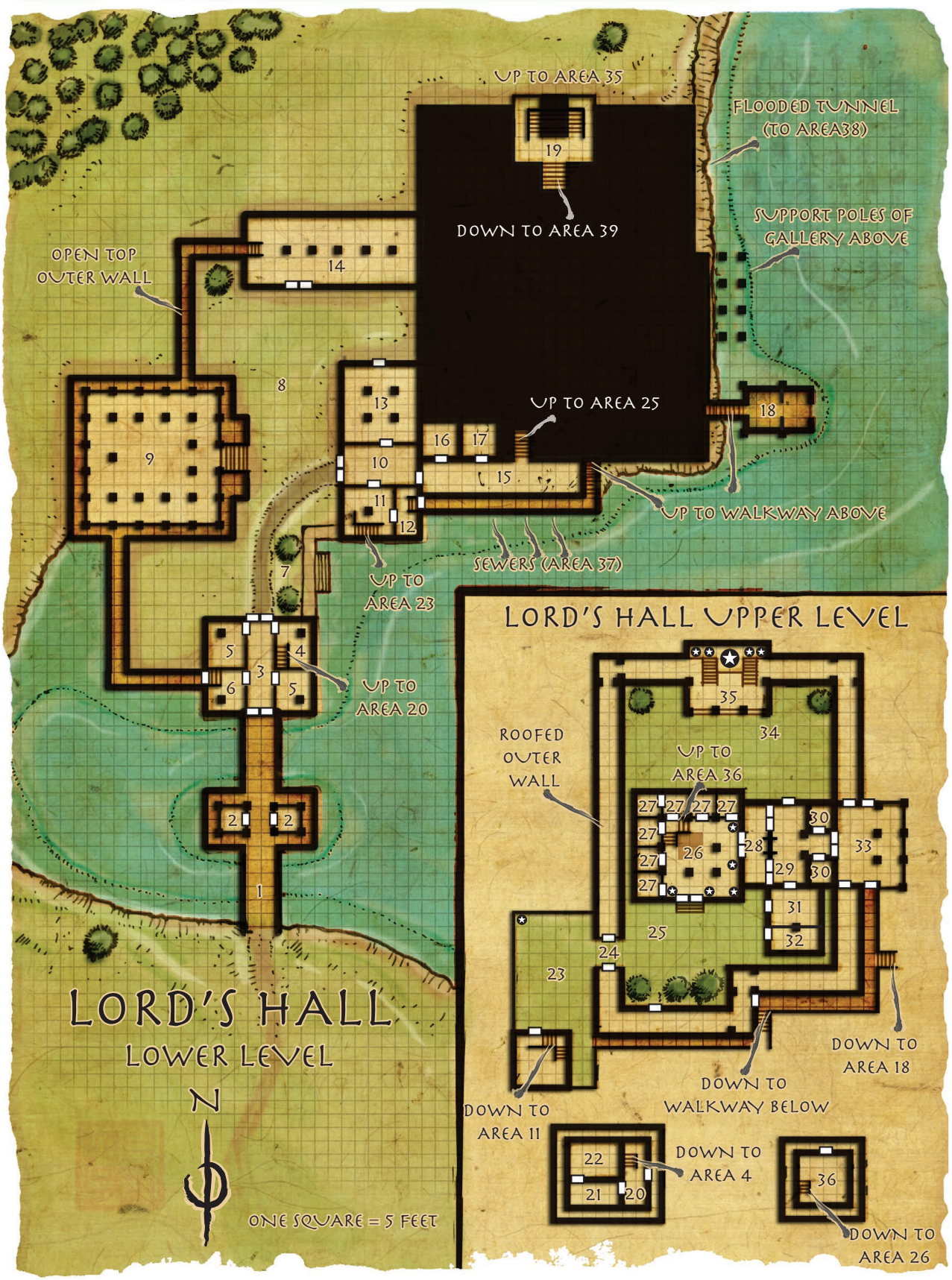

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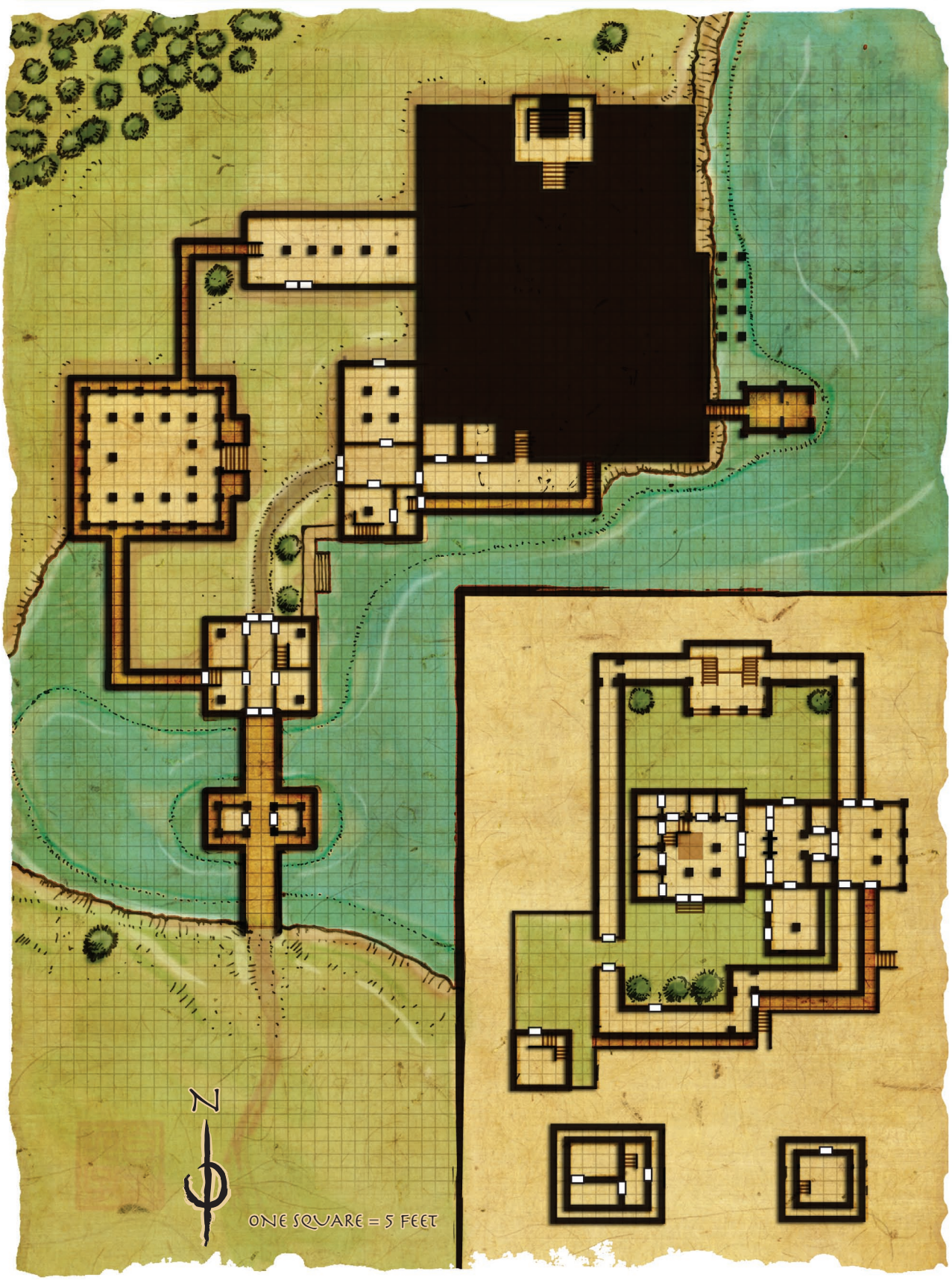

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Joachim Barrum

THE SPIRE OF LONG SHADOWS

by Jesse Decker

Centuries ago, the priest-king Kyuss sacrificed his nation to fuel his lust for divinity. He left legions of the hungry dead in his wake, along with a ruined city that now hides the truth behind the coming apocalypse. A man became a god in this worm-eaten city, and the secrets hidden there may hold the key to his defeat. An Age of Worms Adventure Path scenario for 13th-level characters.

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Agath

Eva Widermann

Kyuss

Eva Widermann

Knight of Kyuss

Eva Widermann

Kyuss monsters

Eva Widermann

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Steve Prescott

Steve Prescott

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Harbinger

Eva Widermann

Steve Prescott

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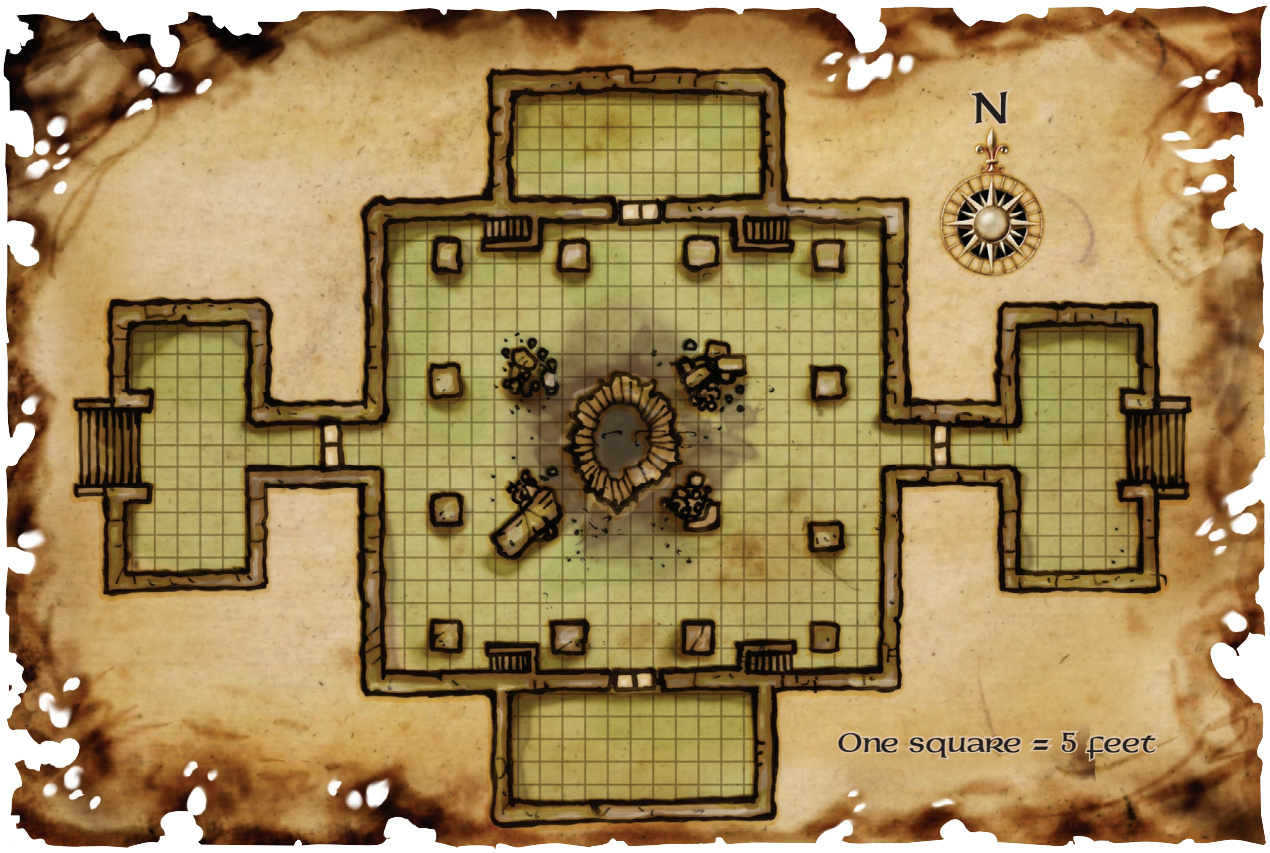

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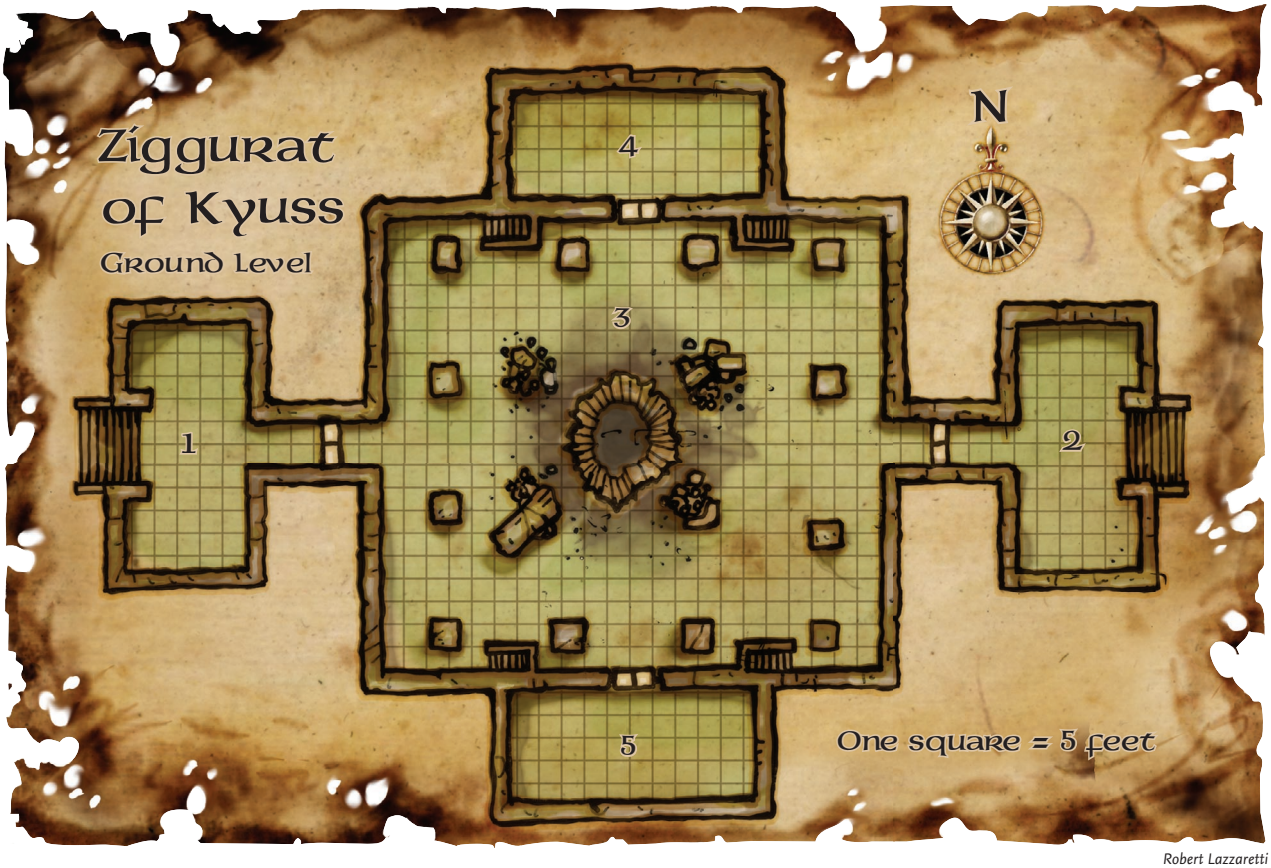

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RUNNING "THE SPIRE OF LONG SHADOWS" IN THE FORGOTTEN REALMS

by Eric L. Boyd

Conversion notes for Bane (Hextor), Bhaal (Erythnul), Myrkul (Vecna), Dagsumn (Eligos), and Prendergast "Gast" Brokengulf (Loris Raknian) have already been mentioned in conversion sidebars for earlier adventures in the Adventure Path.

Lord of the End of Everything

Jergal, Lord of the Dead, is an ancient god whose origins have long been forgotten. Most scholars believe Jergal to have arisen as the Netherese god of the dead, although few can explain his bizarre insect-like appearance. (See the novel *Prince of Lies* for a picture of Jergal.)

In truth, Jergal is an alien god, brought to the Realms millennia ago by a pod of spellweavers who settled in the region now known as the Chultengar, located in the easternmost reaches of the of the Jungle of Chult. It is believed that one of the earliest Netherese archwizards studied necromancy with the spellweavers of the Chultengar before returning to Netheril, and that he founded the church of Jergal upon his return.

According to myth (detailed in full in *Faiths & Avatars*), Jergal grew bored of his role as Lord of the Dead and voluntarily divided his portfolios among Bane, Bhaal, and Myrkul. The truth is rather more sinister. Jergal harbored great ambitions to bring all the Realms under his rule, including all the other gods and even Ao, the Overgod. However, Ao's strictures prevented Jergal from growing beyond the status of a greater god, meaning that he could never force all the other gods to bow down before his throne.

Undeterred, the Lord of the End of Everything hit upon a plan that would allow him to evade Ao's strictures. First, Jergal set in motion a series of prophecies that would mark the beginning of the Age of Worms, including inscribing a process on a set of bronze disks by which an ambitious mortal (Kyuss) could ascend to godhood. Second, Jergal embedded three compulsions in his mind: give away his portfolios to three gods and profess to be bored with his role, consume those three gods after all three had been reborn, and consume the ascended mortal who followed the process noted above. Lastly, Jergal extracted all knowledge of his plan from his own mind, other than the latent compulsions, and placed it within the first green worm. Over time, Jergal's extracted knowledge was thereby split among all the worms created by Kyuss. This last step allowed the Lord of the End of Everything to avoid Ao's oversight, as Jergal himself was thereafter unaware of his own plan and no other single creature knew the whole plan as well.

Origins of Kyuss

After the collapse of the yuan-ti empire of Mhairshaulk, the yuan-ti and their distant cousins, the couatls, battled for control of the Chultan peninsula. Around the time of Netheril's founding, the couatl population declined precipitously, and they sought another race to keep the western end of the Chultan Peninsula free of yuan-ti influence. Eventually the couatl settled on the human tribes of a distant continent to the southwest and preached to them the teachings of Ubtao. Those tribes who accepted Ubtao's message (the most prominent of which were the Eshowe, the Tabaxi, and the Thinguth) followed the winged serpents in a great pilgrimage across the seas to the Jungle of Chult (Amedio Jungle) in –2,809 DR.

The tribes landed on the Wild Coast and marched inland to the Peaks of Flame, where the avatar of Ubtao welcomed them. After all but a handful of the winged serpents then withdrew from southwestern Faerûn, the Father of Chult founded the great city of Mezro (Sulm) in –2,637 DR and dwelt there for a time among the Tabaxi, the greatest of the tribes, while the other tribes scattered throughout the jungles.

In the Year of Reverent Threnody (–653 DR), a Tabaxi (Flan) named Kyuss and his followers fled Mezro for the Chultengar, a dark region on the eastern border of the Jungle of Chult. There Kyuss founded the city of Kuluth-Mar, based upon the worship of a six-armed god of death named Jergal (Nerull). After his followers found the plates that spoke of the Age of Worms, Kyuss received the spellweaver lich who gave him the gift of a single green worm and built the Spire of Long Shadows.

Further details on the history of the Chultan peninsula and the inhabitants of the Chultengar are given in *Serpent Kingdoms*.

Longsaddle

The village of Longsaddle (Magepoint) lies far to the north of Daggerford (Diamond Lake), along the Long Road that connects Waterdeep to Mirabar. The population of the village proper is 130, while approximately 1,000 people live in the local area.

This bustling caravan waystop is famed for the presence of the Harpells, a family of wizards known for their wild and unpredictable use of magic. They dwell in the sprawling, heavily warded Ivy Mansion (which contains the equivalent of Magepoint's Library-Temple within its walls). A two-way *portal* links another part of the Ivy Mansion with the Tower of Twilight (Fortress of Unknown Depths) some thirty miles to the west. The Tower of Twilight is home to Malchor Harpell (Manzorian, NG male Illuskan human Wizard 20/Archmage 5). Other notable residents include Agath Harpell (Agath of Thrunch, NG male Illuskan human wizard 10/arcane devotee 9 [Selûne]), Cymria of Ardeep (CG female moon elf fighter 1/wizard 5/eldritch knight 7), Drace Kennit, who acts as a spy for the Arcane Brotherhood (Iuz), Cannorial El'atherian of Evereska (Celene), who is concerned with a green dragon plaguing the Forgotten Forest, Kelloran Blint of Mirabar, and Bronnok Holdstone of Citadel Adbar in the Silver Marches (Duchy of Urnst).

Characters are likely to stay at the Gilded Horseshoe (the All-Seeing Eye) but play games at the Gambling Golem. In addition to dragonchess and three dragon ante, favored games at the Gambling Golem include fighting frogs and scattershields.

Longsaddle, including a map of the village and the Tower of Twilight, as well as illustrations of fighting frogs and scattershields, are discussed in *Volo's Guide to the North* [2nd Edition] and *The North* [2nd Edition], both of which are available for free download from the Wizards of the Coast website (www.wizards.com). The effects detailed in the "Magic in Magepoint" section cover both the Tower of Twilight and Ivy Mansion, the result of powerful *mythal*-like wards that cloak both structures.

Malchor Harpell invites the PCs to the Ivy Mansion, where Cymria ushers them into the common room known as the Fuzzy Quarterstaff, and from there through a innocuous-looking *portal* into his study in the Tower of Twilight. The PCs may not even realize they have left the Ivy Mansion. Among the prophecies that have recently come true, Malchor cites the return of a city lost in shadow, the last rage of dragons, and a war between land and sea.

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Visions of the Past

Each time one of the visions is triggered, all characters present should make a DC 15 Knowledge (religion) check. Characters who worship Jergal or who have taken the Jergal's Pact feat (detailed in *Lost Empires of Faerûn*) receive a +20 circumstance bonus on such rolls. Assuming at least one character is successful, the character with the highest result receives a secondary vision superimposed over the vision described in the adventure.

The source of the secondary visions is unknown, but they may be an unintentional side effect of Jergal's attempt to evade Ao's strictures. Of course, characters who worship Jergal or who have taken the Jergal's Pact feat may or may not wish to share the visions with anyone else, depending on their loyalty to the Lord of the End of Everything, once the truth about Jergal is revealed.

Vision #1: King Kyuss

The ornate plate armor and black circlet, both made in the traditional Chultan design, are adorned with silver symbols of Jergal: a jawless skull and writing quill on a scroll (see *Faiths & Pantheons*).

Secondary Vision: *The skull warps from the form of a human skull to the skull of a monstrous humanoid and then back again.*

Knowledge (nature) DC 20: The skull is that of a spellweaver.

Vision #2: The Sundering

Secondary Vision: *For a moment you catch a glimpse of an incorporeal insect-creature astride the red dragon.*

Knowledge (religion) or Knowledge (history) DC 30: The figure resembles typical Netherese depictions of Jergal.

Vision #3: The Gift

Secondary Vision: *Above and behind the torture room you see a figure in the shape of a two-armed insect-creature. The figure is handing an identical jeweled box to the six-armed version.*

Automatic: The insect creature is the same as in Vision #2.

Knowledge (religion) or Knowledge (history) DC 30: The figure resembles typical Netherese depictions of Jergal.

Vision #4 Kyuss the Student

Secondary Vision: *Above and behind the desk you see a figure in the shape of a two-armed insect-creature. It is inscribing words onto bronze disks, identical except for their new condition.*

Automatic: The insect creature is the same as in Vision #2 and #3.

Knowledge (religion) or Knowledge (history) DC 30: The figure resembles typical Netherese depictions of Jergal.

Vision #5: Apotheosis

Secondary Vision: *Three human-like figures claw their way out of the ground surrounding Kuluth-Mar, each one dripping with green worms. One figure is clad in full plate mail and bears an iron scepter, one is heavily cloaked and bears a dagger dripping black blood, and one is a lich-like abomination clad in the black robes of a necromancer. One by one, a figure in the shape of an insect reaches down and consumes the three worm-infested figures, following up with the humanoid in the primary vision. After each is consumed, the insect creature sprouts another arm and swells, until in the end it has six and seems larger than all of Toril.*

Automatic: The insect creature is the same as in Vision #2, #3, and #4.

Knowledge (religion) DC 20: The three figures emerging from the ground resemble archaic depictions of Bane, Bhaal, and Myrkul. Bane was recently reborn, but Bhaal and Myrkul have been dead since the Time of Troubles.

Knowledge (religion) DC 25: According to myth, Jergal was once the Netherese god of the dead, holding all the portfolios that Bane, Bhaal, and Myrkul held up until the Time of Troubles.

Knowledge (religion) DC 30: No myths or religious teachings speak of Jergal consuming worm-infested versions of Bane, Bhaal, Myrkul, and Kyuss, so this vision could be a prediction of the future.

Vision #6: The Age of Worms

The visions include the return of the City of Shade (Knowledge [the planes] DC 25), the spectacular meteor shower that followed a brief, unexpected total eclipse of the sun over the Wayrock (Knowledge [arcana] DC 25), Sammaster's Rage of Dragons (Knowledge [aracana] DC 25), the assault on Waterdeep by the Army of Iakhovas (Knowledge [local] DC 25), the rebirth of Bane (Knowledge [religion] DC 25), and a city built into the heart of a volcano suffering tragedy during a partial eruption that sees the collapse of the southeastern portion (Knowledge [geography] DC 25).

Secondary Vision: *In the silence that follows the prophecies that herald the Age of Worms, a figure in the shape of a two-armed insect-creature pulls a familiar green worm out of its ear and places it in a jeweled box.*

Automatic: The god-like insect creature is the same as in Vision #2, #3, #4, and #5.

Automatic: The jeweled box is the same as in vision #3.

Knowledge (religion) or Knowledge (history) DC 30: The figure resembles typical Netherese depictions of Jergal.

In the Spire's Shadow

Exploring the Ruins

Ballaxxus is an outcast from the beholder city of Zokir, beneath the Alimir Mountains. (See *Drizzt Do'Urden's Guide to the Underdark* for more details on Zokir.)

Boshliwur dominates the East Quarter (not the West Quarter), which is closest to the city of Cauldron.

The South Quarter is the favorite hunting grounds of the pterafolk (see *Monsters of Faerûn*) who make up the majority of the Chultengar's population.

The West Quarter is dominated by a tribe of pterafolk ruled by a spirit naga chieftain. Small bands of yuan-ti regularly visit the tribe from Narubel, City of Seasnakes bearing goods seized by the pirate ships that frequent Narubel's harbor. This tribute is offered as payment to all the spirit naga chieftains of the valley for their aid in keeping Narubel isolated from the rest of Thindol for the past century.

The Obsidian Ring

After Kyuss ascended to godhood (making him a largely forgotten member of the Chultan pantheon, as detailed in *Powers & Pantheons*), an alliance of couatls, wild dwarves (wild elves), and eladrins sacrificed themselves to contain him within the Obsidian Ring.

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RUNNING "THE SPIRE OF LONG SHADOWS" IN EBERRON

by Keith Baker

Kyuss and the Spell Weavers

As outlined in the conversion notes for "The Champion's Belt," the wizard Kyuss was born in Sarlona and driven to Khorvaire by those who feared his sinister practices. He established his city of Kuluth-Mar in the jungles of Q'barra, and it was there that he discovered the spell weavers: an ancient race born in the Age of Demons and devoted to the fiendish overlords imprisoned in that battle. Spell weaver liches taught Kyuss the secrets of the past, and ultimately Kyuss sacrificed his thousands of minions to bond with the overlord Katashka. But the spell weavers had betrayed Kyuss. He was to serve as the vessel for Katashka's release—but not until the rise of the Age of Worms.

While the spell weavers are few in number and largely hidden in the depths of Q'barra, they could be found anywhere in Eberron, acting in the service of Katashka or an overlord with influence over magic, such as Sul Khatesh (see *Dragon* #327).

Danger on the Road: Visciannix

The "Lords of Dust" article in *Dragon* #327 mentions a pit fiend named Korliac of the Gray Flame, and Korliac could be used in place of Visciannix: he is still seeking the *Rod of Seven Parts*, but he's doing it from a fortress in the depths of Khyber instead of the Nine Hells. The devil minions in this encounter can remain as listed: these are exiles from Shavarath that Korliac has bound to his cause.

While Korliac is a member of the Lords of Dust and the Council of Ashtakala, he has no loyalty to Katashka the Gatekeeper, nor any knowledge of the Age of Worms.

Magepoint and Manzorian

Magepoint is located on the southern coast of Breland, just west of Zilspar. The people of Magepoint are quite powerful: Agath of Thrunch is a higher-level cleric than the archheirophant of Sharn. If this concerns a DM, it is always possible to reduce the levels of the NPCs, but as the characters are approaching high levels themselves, it can be useful to have powerful allies. So who are these people, and why didn't their considerable mystical powers play a significant role in the Last War? They are dragons, and the servants of dragons. Magepoint may appear to be a peaceful village, but it is actually an outpost of the Chamber: a safe haven for the draconic observers who monitor Khorvaire. While many of the inhabitants of Magepoint have good alignments, the actions of the Chamber are dictated by the Draconic Prophecy, and as such they have stood on the sidelines and let the Five Nations fall around them. Manzorian is aware of the prophecy of the Age of Worms, but he also knows that if it is to be stopped, it must be stopped by the player characters, who he has identified as the tools of prophecy.

Manzorian is a dragon in human form (LG male wyrm gold dragon archmage 4). He is one of the oldest dragons associated with the Chamber, and seeks to temper the wilder impulses of the younger dragons. His fortress is built on a manifest zone tied to Thelanis, and this is the force that empowers arcane magic in the region.

In Eberron, the Temple of Boccob appears to be dedicated to Aureon, the Sovereign Lord of Law and Lore. In truth, Agath is a priest of Io and a servant of the Chamber, and his willingness to assist the player characters is based on the role they have to play in the future. It is up to the DM to decide if he asks for compensation for his services, and if so what form that will take.

Drace Krennit may be an evil human, but he could just as easily be an evil juvenile bronze dragon. He has been providing information to Erandis d'Vol and the Hags of Droaam.

Cannorial El'atherian is a member of a druidic sect known as the Shadows of the Forest. He has come south from the King's Forest, and searches for adventurers to help deal with a pack of troll werewolves that have crawled out of Khyber and are menacing the woods—a threat that may be of special concern to followers of the Silver Flame.

As Manzorian wants to keep Magepoint hidden from the public eye, Kellorian Blint may not have a place in Eberron. However, he could be another disguised dragon. There are many factions in Argonnessen, and Kellorian could feel that the hands-off approach of the Chamber is shortsighted; he wants to encourage trade to pave the way for more open contact between the cultures.

Audience with Manzorian

While this can mostly stand as is, a few things need to be adjusted to account for the involvement of the Lords of Dust.

The Ebon Triad: "…they are most likely agents for a larger power—catspaws being used to serve the purposes of Kyuss. Certainly, their goal of unifying the Keeper, the Mockery, and the Shadow into one overgod seems ridiculous..."

Kyuss: "…we know that he was once a mortal, a powerful priest who gained the powers of Katashka, one of the mighty overlords of the Age of Demons."

Kuluth-Mar

The ruined city of Kuluth-Mar lies in the northeastern jungle of Q'barra, north of Ka'rhashan and far from any human settlements of the modern age. The various forces within the city have arrived over the ages. Ballaxxus emerged from Khyber a thousand years ago; though he once had ties to the Daelkyr lord Belashyrra, he is currently serves no master save himself. Boshliwur is a planar exile. Yuan-ti are typically found in Xen'drik, and as such the DM may wish to replace the yuan-ti of the east quarter with half-fiend lizardfolk. Holy symbols to Nerull should be replaced by archaic symbols of a cult of the Keeper, the god Kyuss worshipped before the spell weavers initiated him into the mysteries of Katashka. References to Flan should instead be tied to pre-Riedran Sarlona.

The Corrupted Celestials (Area 4)

Celestials from the other planes rarely come to Eberron—the archons of Shavarath are consumed by their own struggle, and have no time to fight every evil wizard who rises to power on Eberron (which is why Erandis d'Vol and Mordain the Fleshweaver aren't under constant celestial assault). It is possible that Kyuss summoned these corrupted creatures himself, binding them and torturing them as a test of his powers. Alternatively the sword archons could be replaced with

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couatl: these creatures are the native celestials of Eberron and the ancient enemies of Katashka, and it would certainly be appropriate for couatl to have challenged the rise of Kyuss.

Vision 5: Apotheosis

In Eberron, Kyuss does not actually become a god—he becomes a vessel for a force of godlike power. Anyone who makes the appropriate skill check will conclude that the soul energy was being used in an attempt to breach the binding power that holds the ancient overlords in check.

Alhaster

The city of Alhaster is located in the western lands of the Lhazaar Principalities; it has an infamous reputation, and will be explored further in the future.

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Christopher West

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